

# **EXHIBIT 11**



Ericson Alviz <ericson@clitymgt.com>

**Fwd: Sears Retail AC Installation**

1 message

Jimmy Shomof <jimmy@shomofgroup.com>  
To: Jonathan Shomof <jon@shomofgroup.com>, dkupetz@summeyerlaw.com, clwu@summeyerlaw.com  
Cc: Izek Shomof <izek@shomofgroup.com>, Diony Rebuta <dony@clitymgt.com>, Ericson Alviz <ericson@clitymgt.com>

Mon, Jun 24, 2019 at 2:28 PM

Please confirm you have these emails.

Izek and Jon also cc'd on this email.

Thanks.

**Jimmy Shomof**  
**shomof | group**  
7243 Spring St, 8th Floor  
Los Angeles, CA 90014  
Office: 213-378-1007  
Cell: 310-780-7435

----- Forwarded message -----

From: Leo Pustilnikov <leo@shinvestments.com>  
Date: Mon, May 15, 2017 at 7:03 AM  
Subject: Re: Sears Retail AC Installation  
To: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>, Izek Shomof <izek@shomofgroup.com>, Diony Rebuta <dony@clitymgt.com>  
Cc: Vrej Baghoomian <v@alliance-mechanicalgroup.com>, Jimmy Shomof <jimmy@shomofgroup.com>, Jonathan s <JON@shomofgroup.com>, Shaw, Alan <Alan.Shaw@searshc.com>

Dolores,

To recap the points:

1. HVAC - we would prefer to do the HVAC now as everything is ready. The permitting took forever and we already did the structural in the service center to support the units. Maybe we can start at a slower/less invasive pace for the time being?
2. Seismic - we have been hoping to have had the seismic permits for a while now but given the size and complexity and city code changes, things have come up. We now anticipate having permits around September of this year with the goal of beginning early 2018.
3. I just a reimbursement for all the work we have done per the lease which was approximately \$1.5M of which approximately \$500k was for the equipment. Diony will send you proof of payment for the HVAC equipment (Diony, please email proof of payment). Do you need anything else for the other \$1M or so in reimbursements? As for the process, we discussed doing an escrow which Jack made overly complicated and I thought we ultimately settled on the idea that the best process would be that we submit invoices to Sears and get reimbursed as the funds are with Sears and not escrow? Some of these expenses have been borne by ownership for nearly a year so it would be nice to get reimbursement for it sooner rather than later.
4. Computer room - Jimmy was working on this. Jimmy, can you please update Dolores regarding the vendor work and vendor negotiations?
5. Store layout - when the plans are done, please email them to us along with any questions you may have so that we can address.
6. Tower sign - Jimmy was working on this and will update you.
7. The only outstanding item outside of the above that I recall is that we have discussed lease clean up issues last year (primarily the issues we addressed when we met in Chicago) but we never formalized or finalized them which we should sooner rather than later. I believe you have a spreadsheet of these issues. Let me know if you would like to finalize this now.

best,  
leo

On Thu, May 11, 2017 at 2:17 PM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

I spoke with legal and here are my remarks:

- HVAC: the outside date per the amendment was already missed, you were to be fully installed by April 1<sup>st</sup> 2017. With that being the case, I am asking that the HVAC and Seismic be done at the same time. The expense of moving product and fixtures will be double if we need to do twice. This is a great store for Sears and we do not want to affect the customer and associates more than needed.
- Seismic: are you still on track to have the permit later this year with a construction start in the Sears space January 2018?
- Reimbursement for HVAC equipment: I need all of the invoices showing that the equipment has been paid for, any contracts for maintenance that were purchased with the equipment. If we were to follow the lease and have a 3<sup>rd</sup> party title company hold the escrow, these would be the requirement and if Sears was to ask for reimbursement, I feel that we would be required to submit the same.
- Computer room: The computer room has been fully built, is there an ETA on when the data line will be pulled? Leo has been provided with all of the vendors to complete the work required
- Store Layout: Store Planning is working on an update, per the last CAD file submitted, they have some questions on the rooms that are on the premier of the sales floor to know what to convert them to. We should have something in the next week or 2, then follow that up with a cost estimate.
- Signs: after the installation of the tower signs, 1 side the "S"s are not lit, is there an ETA on when those will be repaired?

Does this cover all the outstanding items? If not please let me know, if anyone has any questions or concerns please let me know.

Dolores M Guarnaccia

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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From: Izeak Shomof [mailto:[izeak@shomofgroup.com](mailto:izeak@shomofgroup.com)]  
Sent: Thursday, May 11, 2017 12:40 PM  
To: Vrej Baghoomian  
Cc: Guaraccia, Dolores; Jimmy Shomof; Jonathan s; Leo Pustilnikov  
Subject: Re: Sears Retail AC Installation

Jimmy and Leo can you work with Vjay and Sears to get this started. Thanks.

Sent from my iPhone

On May 11, 2017, at 10:20 AM, Vrej Baghoomian <[vj@alliancemechanicalgroup.com](mailto:vj@alliancemechanicalgroup.com)> wrote:

Dear Dolores , per my previous email dated April 25th , I am waiting for your respond regarding the scheduling of the work . As i mentioned we need these area to be cleared from racks phase by phase and section by section as I have shown on the floor plan . Please let me know when can you starting the Phase 1 Section A area . If you would like I can meet the store people for coordination . Now we have all the equipment and we can start the project. Each section of each phase I need 6-7 weeks to complete depending on the situation above the ceiling .

**ALLIANCE MECHANICAL GROUP,INC.**  
VREJ VJ BAGHOOMIAN  
5838 SAN FERNANDO RD # B  
GLENDALE ,CA 91202  
TEL: 818-955 1060  
FAX: 818-955 1057  
CELL: 818-441 8870  
STATE LIC 1015815

"Well done is better than well said." Benjamin Franklin

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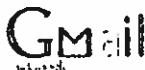
Please consider the environment ,before printing this e-mail

<[SEARS PHASING GROUND FLOOR.pdf](#)>

<[SEARS SECOND FLOOR PAHASEING.pdf](#)>

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# **EXHIBIT 12**



Ericson Alviz <ericson@cliflymgt.com>

Fwd: ATT/server room move  
1 message

Mon, Jun 24, 2019 at 2:41 PM

Jimmy Shomof <jimmy@shomofgroup.com>  
To: Jonathan Shomof <jon@shomofgroup.com>, dkupelz@suimeyerlaw.com, ckwu@suimeyerlaw.com  
Cc: Izek Shomof <izek@shomofgroup.com>, Diony Rebula <diony@cliflymgt.com>, Ericson Alviz <ericson@cliflymgt.com>

See below following up with Dolores and Alan about a walk of the store. (They only plan for mid July)

Jimmy Shomof  
shomof | group  
724 S. Spring St, 6th Floor  
Los Angeles, CA 90014  
Office: 213-378-1007  
Cell: 310-780-7435

----- Forwarded message -----  
From: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>  
Date: Wed, Jun 7, 2017 at 4:37 PM  
Subject: RE: ATT/server room move  
To: Jimmy Shomof <jimmy@shomofgroup.com>  
Cc: Leo Pustilnikov <leo@slhinvestments.com>, Wolski, Martin <Martin.Wolski@searshc.com>

I'll give you a few weeks notice.....thanks

Dolores M Guarnaccia  
Director, Construction + Real Estate  
Office: 8C-1708-3333 Beverly Road – Hoffman Estates, IL 60179  
(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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From: Jimmy Shomof (mailto:jimmy@shomofgroup.com)  
Sent: Wednesday, June 07, 2017 9:46 AM  
To: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>  
Cc: Leo Pustilnikov <leo@slhinvestments.com>; Wolski, Martin <Martin.Wolski@searshc.com>  
Subject: Re: ATT/server room move

Hi Dolores,

Sounds good. Let us know a few weeks before so we can coordinate.

Thanks,

Jimmy Shomof

shomof | group  
208 W. 6th St. Suite 100  
Los Angeles, CA 90014  
Office: 213-371-7874  
Cell: 310-780-7435

On Wed, Jun 7, 2017 at 7:34 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:  
Martin and I are looking into flights for July 10<sup>th</sup> ...I know that's a long time from now, but with small kids and other major projects (and yes, yours is a major project too) that's the soonest I can get out of the office to hit California....

Dolores M Guarnaccia

Director, Construction - Real Estate

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From: Jimmy Shomof [mailto:Jimmy@shomofgroup.com]

Sent: Thursday, June 01, 2017 6:45 PM

To: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>

Cc: Leo Pustnikov <leo@slhinvestments.com>

Subject: ATT/server room move

Dolores,

Hope all is well.

Last I recall, you wanted to schedule a time to come down to LA and finalize everything that's pending regarding AC and server room for Sears.

Let me know if this is still the plan. I want to get things moving with the server room re-location as well as the ATT line.

Thanks,

Jimmy Shomof

shomof | group

206 W. 6th St Suite 100

Los Angeles, CA 90014

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Cell: 310-790-7435

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**From:** Jimmy Shomof <jimmy@shomofgroup.com>  
**Sent:** Wednesday, June 26, 2019 1:12 PM  
**To:** Kupetz, David S.; Wu, Claire K.  
**Cc:** Jonathan Shomof; Diony Rebuta; Izek Shomof; Ericson Alviz  
**Subject:** Fwd: 1008 La Boyle, CA

Conversation from Dolores requesting to use funds from the escrow account in mid August of 2017. (Sears claims that the fund was wiped out in April of 2017 when we did not complete HVAC. Obviously understood differently by both parties) Call me if you have any questions.

**Jimmy Shomof**  
**shomof | group**  
724 S. Spring St. 8th Floor  
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Office: 213-378-1007  
Cell: 310-780-7435

----- Forwarded message -----

**From:** Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>  
**Date:** Mon, Aug 14, 2017 at 12:50 PM  
**Subject:** Re: 1008 La Boyle, CA  
**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)>

My opinion on this is that Sears should have their space within the building be secured. We do our best to secure the building from intruders.

Jimmy Shomof

**shomof | group**  
206 W. 6th St. Suite 100  
Los Angeles, CA 90014  
Office: 213-221-7874  
Cell: 310-780-7435

On Thu, Aug 10, 2017 at 5:54 PM, Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:  
Jimmy do you have an answer?

Dolores M Guarnaccia

224-558-4003

Sent from my iPhone

Please excuse any spelling errors

On Aug 10, 2017, at 10:07 AM, Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)> wrote:

I defer to Jimmy

On Thu, Aug 10, 2017 at 7:43 AM, Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

Do you approve:

- received a quote of \$6,380 to secure the doors (12 in all).

Can I pay this from the funds, due to the fact that it's to secure the Sears from the break-ins.

**Dolores M Guarnaccia**

Director, Construction - Real Estate

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**From:** Jelic, Milan  
**Sent:** Thursday, August 10, 2017 9:41 AM  
**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Wood, David <[David.D.Wood@searshc.com](mailto:David.D.Wood@searshc.com)>  
**Subject:** RE: 1008 La Boyle, CA

NO. None of them are marked as such. See attached photos.

Milan

Milan Jelic

Project Manager, Construction

Cell: 949-813-7216

milan.jelic@searshc.com

**From:** Guarnaccia, Dolores  
**Sent:** Thursday, August 10, 2017 7:38 AM  
**To:** Jelic, Milan  
**Cc:** Wood, David  
**Subject:** RE: 1008 La Boyle, CA

What do you mean barricaded? These are fire egress are they not?

Dolores M Guarnaccia

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**From:** Jelic, Milan  
**Sent:** Thursday, August 10, 2017 9:25 AM  
**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Wood, David <[David.D.Wood@searshc.com](mailto:David.D.Wood@searshc.com)>  
**Subject:** RE: 1008 La Boyle, CA  
**Importance:** High

Dolores - I received a quote of \$6,380 to secure the doors (12 in all). Only one would be replaced (see photo). All the others would be barricaded.

Please let me know what funding number to use to create the contract request and proceed with the work.

Milan

Milan Jelic

Project Manager, Construction

Cell: 949-813-7216

milan.jelic@searshc.com

**From:** Guarnaccia, Dolores  
**Sent:** Friday, August 04, 2017 12:07 PM  
**To:** Jelic, Milan  
**Cc:** Wood, David  
**Subject:** FW: 1008 La Boyle, CA

Hi! Got some time to go check out the emergency doors that have  $\frac{1}{2}$  glass. From what Cesar said there's about 8 doors and that's how the break-ins happened today.

Need metal doors, with panic bars, contacts etc. per code. I need a cost, then I'll figure out where the money will come from.

**Dolores M Guarnaccia**

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**From:** Guarnaccia, Dolores  
**Sent:** Friday, August 04, 2017 1:54 PM  
**To:** Ceballos, Cesar E <[Cesar.Ceballos@searshc.com](mailto:Cesar.Ceballos@searshc.com)>; Medina, Francisco <[Francisco.Medina@searshc.com](mailto:Francisco.Medina@searshc.com)>; Rosenthal, Rodney <[Rodney.Rosenthal@searshc.com](mailto:Rodney.Rosenthal@searshc.com)>; Calvert, Michael <[Michael.Calvert@searshc.com](mailto:Michael.Calvert@searshc.com)>  
**Cc:** Miller, Tachacka <[Tachacka.Miller@searshc.com](mailto:Tachacka.Miller@searshc.com)>; Garcia-1, Ricardo <[Ricardo.V.Garcia@searshc.com](mailto:Ricardo.V.Garcia@searshc.com)>; Balderrama, Oscar <[Oscar.Balderrama@searshc.com](mailto:Oscar.Balderrama@searshc.com)>; Castro, Carlos D <[Carlos.Castro@searshc.com](mailto:Carlos.Castro@searshc.com)>; Ferrate, Brandy A <[Brandy.Ferrate@searshc.com](mailto:Brandy.Ferrate@searshc.com)>; Shaw, Alan <[Alan.Shaw@searshc.com](mailto:Alan.Shaw@searshc.com)>; Jelic, Milan <[Milan.Jelic@searshc.com](mailto:Milan.Jelic@searshc.com)>; Wood, David <[David.D.Wood@searshc.com](mailto:David.D.Wood@searshc.com)>  
**Subject:** RE:

I spoke to Cesar and have approved hiring of Security Guards. I also will be asking Milan Jelic from Construction to go to the store to price the replacement of the emergency door (approx' 8) from the existing doors that have glass to solid metal doors with contacts and panic bars. We will make sure that the doors and hardware are code approved, but will help securing the store.

I'll be talking to legal later today, we've sent out a notice to the LL after the first break-in, I'll see if we can get another letter out.

I'll keep everyone updated.

Dolores M Guarnaccia

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

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**From:** Ceballos, Cesar E  
**Sent:** Friday, August 04, 2017 1:18 PM  
**To:** Medina, Francisco <[Francisco.Medina@searshc.com](mailto:Francisco.Medina@searshc.com)>; Rosenthal, Rodney <[Rodney.Rosenthal@searshc.com](mailto:Rodney.Rosenthal@searshc.com)>; Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>; Calvert, Michael <[Michael.Calvert@searshc.com](mailto:Michael.Calvert@searshc.com)>  
**Cc:** Miller, Tachacka <[Tachacka.Miller@searshc.com](mailto:Tachacka.Miller@searshc.com)>; Ceballos, Cesar E <[Cesar.Ceballos@searshc.com](mailto:Cesar.Ceballos@searshc.com)>; Garcia-1, Ricardo <[Ricardo.V.Garcia@searshc.com](mailto:Ricardo.V.Garcia@searshc.com)>; Balderrama, Oscar <[Oscar.Balderrama@searshc.com](mailto:Oscar.Balderrama@searshc.com)>; Castro, Carlos D <[Carlos.Castro@searshc.com](mailto:Carlos.Castro@searshc.com)>; Ferrate, Brandy A <[Brandy.Ferrate@searshc.com](mailto:Brandy.Ferrate@searshc.com)>  
**Subject:**

Team,

We had another break in at the Boyle location last night and this morning, it was seen through CCTV two male Hispanics approximately 30 years of age (see individual description down below) breaking into the store.

**11:13:59 PM** Basement/Receiving Motion Detection Alarm Activated

**11:17:43 PM** BC ASM David Castro was contacted by Protection one

**11:30:00 PM** BC ASM David Castro Arrives to the store, Castro drives around the building to see if any possible break-ins, Castro contacts Protection one to ask if any more alarms had gone off and they stated that everything restore. They also stated they are unable to dispatch the police as the store had exhausted the amount of Police Dispatches exceeding the dispatches for the year.

**11:35:28 PM** Second motion sensor in receiving was activated.

**11:36:49 PM** Softlines ASM Tachacka Miller was contacted by protection one letting her know at this time multiple motion sensors were activating inside the store. Tachacka advised

protection one she was on her way and directed Protection One to contact the police department. Protection notified Tachacka (also written down on their notes) that they are unable to dispatch the police as the store had exhausted the amount of Police Dispatches exceeding the dispatches for the year.

**11:40:00 PM Tachacka Miller Contacted the Los Angeles Police Department for assistance**

**11:58:00 PM Los Angeles Police Department arrived to the location and was awaiting for Tachacka.**

**12:05:00 AM Tachacka arrives to the store.**

**12:19:26 AM Tachacka along with the police department enter the store to check both sales floor and basement .**

**Note:** While LAPD Searched the building both suspects broke out of this door heading into another emergency stairwell

<image001.png>

<image002.png>

<image003.png>

**12:25:39 AM LAPD determined that the building was clear from any subjects and that no burglary had accrued**

**3:17:02 AM A perimeter alarm sensor was activated (this was the same door both subjects had previously exited from, previously shown in the pictures).**

3:19:00 AM Tachacka was called to notify of the alarm activation. Tachacka imminently contacted the police department for assistant.

3:32:00 AM Tachacka Contacted Asset Protection Manager Cesar Ceballos for assistance for Video. Ceballos stated he would be in route to the store.

4:53:00 AM Tachacka, Cesar and LAPD entered the store.

5:10:00 AM Through CCTV it was determined that the subjects already had exited the building with merchandise.

#### POINT OF BREAK IN

<image004.jpg>  
<image005.jpg>  
<image006.jpg>  
<image007.jpg>  
<image008.png>

While talking with the Sears building custodian he advised that on the South Side of the actual building there is an unsecured door that was broken into for the past couple of days. I also had the building owner respond to the location in the morning voicing security concerns. He instructed his workers to immediately begin to secure the door, escalator leading to the roof top and the drywall which is located on Olympic North Side. More information will be provided once it becomes available.

Preliminary loss estimated at: \$3,500

#### Individuals Notified:

-Store Manager: Francisco Medina

-Market Manager: Rodney Rosenthal

-Market AP Manager: Mike Calvert

**Cesar Ceballos**

Asset and Profit Protection Manager

Sears, Roebuck & Co. #1008 Boyle Heights

Cell Phone: 714-323-9589

Office: 323-981-2011

Fax: 323-981-2047

2650 E Olympic Blvd

Los Angeles, CA 90023

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Ericson Alviz <ericson@cliflymgt.com>

**Fwd: 1008 - Boyle - Sears Sign not fully lighting**  
1 message

Jimmy Shomof <jimmy@shomofgroup.com>  
To: Jonathan Shomof <jon@shomofgroup.com>, dkupetz@suimeyerlaw.com, ckwu@suimeyerlaw.com  
Cc: Izek Shomof <izek@shomofgroup.com>, Diony Rebula <diony@cliflymgt.com>, Ericson Alviz <ericson@cliflymgt.com>

Mon, Jun 24, 2019 at 2:19 PM

See correspondence between Leo, Dolores, and myself below.

Jimmy Shomof  
shomofgroup  
724 S. Spring St, 8th Floor  
Los Angeles, CA 90014  
Office: 213-378-1007  
Cell: 310-780-7435

----- Forwarded message -----

From: Guarnaccia, Dolores <Dolores.Guarnaccia@suarisic.com>  
Date: Tue, May 9, 2017 at 7:16 AM  
Subject: RE: 1008 - Boyle - Sears Sign not fully lighting  
To: Leo Pustiukov <leo@slainvestments.com>  
Cc: Jimmy Shomof <jimmy@shomofgroup.com>

Store Planning is asking a few questions on rooms...I have to get Milan or Alan out to the store to mark up the drawing so they understand what's going on

Dolores M Guarnaccia  
Director, Construction - Real Estate  
Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179  
(P)847.286.7538 (M)224.556.4003 (F)847.286.2805

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From: Leo Pustiukov [mailto:leo@slainvestments.com]  
Sent: Tuesday, May 09, 2017 9:05 AM  
To: Guarnaccia, Dolores  
Cc: Jimmy Shomof  
Subject: Re: 1008 - Boyle - Sears Sign not fully lighting

any eta on the relay plans per the seismic drawings and a budget?

On Tue, May 9, 2017 at 6:53 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@suarisic.com> wrote:

I wonder if they think we have Mickey Mouse Ears now? LOL

I'm working the reimbursement and outside date with Robyn, I'm trying to understand the thought process behind making Sears move stuff twice, once for HVAC and once for the seismic. The store is going to suffer during this major disruption.

I want to get you an answer by end of week.

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-----Original Message-----

From: Leo Pustiukov [mailto:leo@slainvestments.com]  
Sent: Tuesday, May 09, 2017 8:49 AM  
To: Guarnaccia, Dolores  
Cc: Jimmy Shomof  
Subject: Re: 1008 - Boyle - Sears Sign not fully lighting

It's to draw people in... and the refurbished signs look amazing!

In addition to the reimbursement, any eta on the relay? And are you guys okay doing the HVAC now? We already spent \$500k on equipment so we are in a rush to finish it...

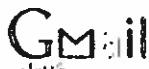
Leo

Sent from my iPhone

> On May 9, 2017, at 6:45 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@suarisic.com> wrote  
>  
> Sears has some EAR signs up LOL  
>  
> Take a look at the attached, can you get the 2 "S" fixed on the tower.

> Thank you  
>  
> Also, I need to get with Robyn today, I missed her the last 2 days to ask about the reimbursement.  
>  
> Dolores M Guarnaccia  
> Director, Construction - Real Estate  
> Office: BC-170B -3333 Beverly Road - Hoffman Estates, IL 60179  
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>  
> -----Original Message-----  
> From: Medina, Francisco  
> Sent: Tuesday, May 09, 2017 8:44 AM  
> To: Guarnaccia, Dolores; Lawson, Jon  
> Cc: Foerster, Larry; Guy, Damon  
> Subject: RE: 1008 - Boyle - Sears Sign not fully lighting  
>  
>  
>  
> Francisco Medina  
> Store General Manager  
> Sears Holdings Corporation  
> Boyle Heights, Ca. #1008  
>  
>  
> To serve, delight & engage  
> our Members  
> while they shop their way  
>  
>  
>  
> From: Guarnaccia, Dolores  
> Sent: Tuesday, May 09, 2017 6:38 AM  
> To: Lawson, Jon  
> Cc: Foerster, Larry; Medina, Francisco; Guy, Damon  
> Subject: RE: 1008 - Boyle - Sears Sign not fully lighting  
>  
> Can you send me pictures and I'll send to Jimmy and Leo. Thank you  
>  
> Dolores M Guarnaccia  
> Director, Construction - Real Estate  
> Office: BC-170B -3333 Beverly Road - Hoffman Estates, IL 60179  
> (P)847.286.7538 (M)224.558.4003 (F)847.286.2805 Except where an express statement to the contrary is contained in this communication, (a) nothing in this communication is to be regarded or construed as an electronic signature, nor is this communication intended to be "signed," (b) nothing in this communication is to be regarded as an offer, an acceptance, or an undertaking to negotiate, and (c) any agreement, commitment, representation, warranty, undertaking, or waiver binding Sears or any affiliate may only be evidenced by a separate signed writing.  
>  
> From: Lawson, Jon  
> Sent: Tuesday, May 09, 2017 1:21 AM  
> To: Guarnaccia, Dolores  
> Cc: Foerster, Larry; Medina, Francisco; Guy, Damon; Lawson, Jon  
> Subject: 1008 - Boyle - Sears Sign not fully lighting  
>  
> Dolores,  
>  
> The Boyle Store's "Sears" sign on the central tower is not fully lighting.  
> These signs can be seen for quite a distance, so it is critically important that an sign (or letter) outage be repaired quickly and completely.  
> I believe that maintenance of these signs is the responsibility of the LL.  
>  
> Should Damon (Market DFM) make contact with the LL or would you prefer that contact come directly from you?  
>  
> Thanks in advance.  
>  
> Jon Lawson  
> Market Operations - M156  
> Cell # 714-420-1274  
>  
> From: Hand, Anne  
> Sent: Monday, May 08, 2017 9:22 PM  
> To: Foerster, Larry; Lawson, Jon  
> Subject: Boyle  
>  
> Anybody look at the SEARS signs on the tower lately?  
> Many letters out....  
>  
> Anne Hand  
> SW Region VP/GM  
> Cell: 760-520-5738  
>  
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> <IMG\_0680.JPG>  
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Ericson Alviz <ericson@cliflymgt.com>

**Fwd: 1008 Historical Pic - Window Openings on Olympia**

1 message

Jimmy Shomof <jimmy@shomofgroup.com>  
To: Jonathan Shomof <jon@shomofgroup.com>, dkupetz@sumeyerlaw.com, ckwu@sumeyerlaw.com  
Cc: Izek Shomof <izek@shomofgroup.com>, Diony Rebula <diony@cliflymgt.com>, Ericson Alviz <ericson@cliflymgt.com>

Mon, Jun 24, 2019 at 5:12 PM

See below  
Conversation between Leo and Dolores talking about needing to finalize negotiations on seismic work and Sears potentially having a final cost for us to get it done. Emails are September 25th

Jimmy Shomof  
**shomofgroup**  
724 S. Spring St, 8th Floor  
Los Angeles, CA 90014  
Office: 213.786.1007  
Cell: 310.780.7435

----- Forwarded message -----  
From: Guarnaccia, Dolores <Dolores.Guarnaccia@searslc.com>  
Date: Tue, Sep 26, 2017 at 9:16 AM  
Subject: RE: 1008 Historical Pic - Window Openings on Olympia  
To: Leo Pustnikov <leo@slhinvestments.com>  
Cc: Jimmy Shomof <jimmy@shomofgroup.com>

Okay, let check Alan's schedule and I'll get back to you

Dolores M Guarnaccia  
Director, Construction - Real Estate  
Office: 8C-170B -3333 Beverly Road – Hoffman Estates, IL 60179  
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From: Leo Pustnikov (mailto:leo@slhinvestments.com)  
Sent: Tuesday, September 26, 2017 2:20 AM  
To: Guarnaccia, Dolores <Dolores.Guarnaccia@searslc.com>  
Cc: Jimmy Shomof <jimmy@shomofgroup.com>  
Subject: Re: 1008 Historical Pic - Window Openings on Olympia

I can do November 2 or any time after November 9

Sent from my iPhone

On Sep 25, 2017, at 11:01 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searslc.com> wrote:

Thank you, I might even have a final fixture plan and cost for you....Alan and I are traveling on the following dates:

October 3<sup>rd</sup>

October 19<sup>th</sup>

October 25<sup>th</sup>

If you can give me a few other dates, I'll check Alan's schedule.

Dolores M Guarnaccia  
Director, Construction - Real Estate  
Office: 8C-170B -3333 Beverly Road – Hoffman Estates, IL 60179  
(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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From: Leo Pustilnikov [mailto:leo@slhinvestments.com]  
Sent: Monday, September 25, 2017 12:46 PM  
To: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>  
Cc: Jimmy Shomof <jimmy@shomofgroup.com>  
Subject: Re: 1008 Historical Pic - Window Openings on Olympia

For you I can come out anytime to finalize all our outstanding items. )

Sent from my iPhone

On Sep 25, 2017, at 10:33 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

Are you heading this way any time soon?

Dolores M Guarnaccia

Director, Construction - Real Estate

Office: BC-170B-3333 Beverly Road – Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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From: Leo Pustilnikov [mailto:leo@slhinvestments.com]

Sent: Monday, September 25, 2017 11:03 AM

To: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>

Cc: Jimmy Shomof <jimmy@shomofgroup.com>

Subject: Re: 1008 Historical Pic - Window Openings on Olympia

it's doable... which by the way, we never finalized all the outstanding items that we've been discussing for the last year... when can we settle them?

thanks,

leo

On Mon, Sep 25, 2017 at 9:01 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

The retail level that Sears is retaining

Dolores M Guarnaccia

Director, Construction + Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL, 60179

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From: Leo Pustilnikov [mailto:leo@slhinvestments.com]

Sent: Monday, September 25, 2017 10:36 AM

To: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>

Cc: Jimmy Shomof <jimmy@shomofgroup.com>

Subject: Re: 1008 Historical Pic - Window Openings on Olympia

which windows? I think we planned on opening all of them...

On Mon, Sep 25, 2017 at 8:33 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

Leo, what historical requirements is the City putting on Boyle? We would like to open some windows. Wondering if it's to the below picture or something else?

<image001.jpg>

Dolores M Guarnaccia

Director, Construction - Real Estate

Office: BC-1708 -3333 Beverly Road - Hoffman Estates, IL 60175

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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Ericson Alviz <ericson@cliflymgt.com>

**Fwd: Flagpole Repairs**

1 message

Jimmy Shomof <jimmy@shomofgroup.com>  
To: Jonathan Shomof <jon@shomofgroup.com>, dkupelz@sumeyerlaw.com, ckwu@sumeyerlaw.com  
Cc: Diony Rebula <diony@cliflymgt.com>, Izek Shomof <izek@shomofgroup.com>, Ericson Alviz <ericson@cliflymgt.com>

Mon, Jun 24, 2019 at 2:33 PM

See below convo between Leo and Dolores mentioning they're scheduling a time to come to LA to walk the store in late May / Early April.

**Jimmy Shomof**  
**shomof|group**  
724 S. Spring St. 8th Floor  
Los Angeles, CA 90014  
Office: 213-780-1007  
Cell: 310-780-7435

----- Forwarded message -----

From: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>  
Date: Wed, May 17, 2017 at 8:14 AM  
Subject: RE: Flagpole Repairs  
To: Leo Pustnikov <leo@shinvestments.com>  
Cc: Jimmy Shomof <jimmy@shomofgroup.com>

Looking at schedules now with Martin and Alan should know more tomorrow

If you can just take care of the tree's, I'll tell Facilities they need to fix the pole themselves

**Dolores M Guarnaccia**  
Director, Construction - Real Estate  
Office: BC-170B -3333 Beverly Road - Hoffman Estates, IL 60176  
(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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**From: Leo Pustnikov [mailto:leo@shinvestments.com]**  
**Sent: Wednesday, May 17, 2017 10:14 AM**  
**To: Guarnaccia, Dolores**  
**Cc: Jimmy Shomof**  
**Subject: Re: Flagpole Repairs**

Yes but the tree maintenance is separate from the flag pole but it's being taken care of...

When are you scheduling the trip for?

Thanks,  
Leo  
Sent from my iPhone

On May 17, 2017, at 4:51 PM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

Are you to maintain the property with tree trimming etc. and we pay CAM for it?

Also, I'm scheduling a trip to LA to walk the store with you and Jimmy to discuss the HVAC / Seismic phasing requirements

**Dolores M Guarnaccia**  
Director, Construction - Real Estate  
Office: BC-170B -3333 Beverly Road - Hoffman Estates, IL 60176  
(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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**From:** Leo Pustiukov [mailto:leo@slimwaves.com]  
**Sent:** Wednesday, May 17, 2017 2:11 AM  
**To:** Guarnaccia, Dolores  
**Cc:** Jimmy Shomof  
**Subject:** Re: Flagpole Repairs

Dolores,

The string seems to have been going on for 2-3 months and this is the first time we heard of it. I just want to note that and also note that the lease has no mention of flag but it seems like a fair request. What's the status of our reimbursement and restating the final lease amendment?

Best,

Leo

Send from my iPhone

On May 16, 2017, at 10:33 PM, Guarnaccia, Dolores <Dolores.Guarnaccia@searsic.com> wrote:

Do you guys plan on trimming the trees back? The flag pole is over grown and it's hard to display the flag. And yes it's a corporate requirement

Dolores M Guarnaccia

Director, Construction - Real Estate

Office: BC-1708 -3333 Beverly Road - Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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**From:** Medina, Francisco  
**Sent:** Sunday, May 14, 2017 12:28 PM  
**To:** Balderrama, Oscar; Guy, Damon  
**Cc:** Guarnaccia, Dolores; Lawson, Jon  
**Subject:** RE: Flagpole Repairs

fyl

Francisco Medina  
Store General Manager  
Sears Holdings Corporation  
Bayle Heights, Ca. #1008

**TO SERVE, DELIGHT & ENGAGE  
OUR MEMBERS**

**while they shop their way**

**From:** Balderrama, Oscar  
**Sent:** Saturday, May 13, 2017 6:43 AM  
**To:** Guy, Damon  
**Cc:** Medina, Francisco  
**Subject:** FW: Flagpole Repairs

Damon,

Did you receive a response regarding the flag pole issue in our store? The trees around the flag poles are preventing the store from displaying the flag.

---

**From:** Medina, Francisco  
**Sent:** Friday, March 10, 2017 2:04 PM  
**To:** Guy, Damon; Lawson, Jon; Balderrama, Oscar  
**Subject:** RE: Flagpole Repairs

any updates from Landlord?

Francisco Medina  
Store General Manager  
Sears Holdings Corporation

Boyle Heights, Ca. #1008

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**while they shop their way**

---

**From:** Medina, Francisco  
**Sent:** Monday, March 06, 2017 2:26 PM  
**To:** Guy, Damon; Lawson, Jon; Balderrama, Oscar  
**Subject:** RE: Flagpole Repairs

thank you Damon, we need to have the US flag represented even if re-location is needed

Francisco Medina  
Store General Manager  
Sears Holdings Corporation  
Boyle Heights, Ca. #1008

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OUR MEMBERS**

**while they shop their way**

---

**From:** Guy, Damon  
**Sent:** Monday, March 06, 2017 5:19 AM  
**To:** Lawson, Jon; Balderrama, Oscar; Medina, Francisco  
**Subject:** RE: Flagpole Repairs

Team,

Landlord is responsible. I will email request to them today.

Thank you.

*Damon Guy*

*District Facilities Manager*  
cell: (714) 944-3002  
damon.guy@searsrhc.com

Vendor Numbers for After Hour Calls

Personal Numbers

Commercial Solutions (Hours & Dates 1-500-520-0253)

Fairfax Repairs (Date 1-800-223-6314)

Fujitsu/EMIS (Fax Materials Group) 1-800-364-1700

ADT 1-800-426-7124

Protection One 1-855-171-7027

Medical Checkups/Date 1-800-429-5123

Smart Systems Help Date 1-800-925-1500

Smart Phone Help Date 1-800-693-5665

Schedule 1-800-275-1113

Learn Auto Help Date 1-800-693-8277

Sears Fleet Management 1-800-727-0173

Enviro Risk Management 1-800-570-4237, and

Kelermers Business Services Help Date 1-800-553-1603 (855) 555-1603

Propane Energy 1-877-734-0173 (option 2)

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**From:** Lawson, Jon  
**Sent:** Sunday, March 05, 2017 8:38 PM  
**To:** Balderrama, Oscar; Guy, Damon; Medina, Francisco  
**Subject:** RE: Flagpole Repairs

Oscar,

Have you asked the LL to address? Do they own the landscaping?

**Jon Lawson**  
Market Operations - M156  
Cell # 714-420-1274

**From:** Balderrama, Oscar  
**Sent:** Sunday, March 05, 2017 12:30 PM  
**To:** Guy, Damon; Medina, Francisco; Lawson, Jon  
**Subject:** RE: Flagpole Repairs

Damon,

Tree continue to be an obstacle. Current view is attached for your review.

---

**From:** Guy, Damon  
**Sent:** Thursday, March 02, 2017 4:59 PM  
**To:** Medina, Francisco; Balderrama, Oscar; Lawson, Jon  
**Subject:** RE: Flagpole Repairs

Oscar,

In the past the trees have been an issue with putting the flags up. Is it okay now?

**Damon**

---

**From:** Medina, Francisco  
**Sent:** Thursday, March 02, 2017 9:12 AM  
**To:** Balderrama, Oscar; Lawson, Jon  
**Cc:** Guy, Damon  
**Subject:** FW: Flagpole Repairs

Oscar

Please submit a help ticket to get our US flag back up

Francisco Medina  
Store General Manager  
Sears Holdings Corporation  
Boyle Heights, Ca. #1008

**TO SERVE, DELIGHT & ENGAGE  
OUR MEMBERS**

while they shop their way

---

**From:** Guy, Damon  
**Sent:** Wednesday, March 01, 2017 4:38 PM  
**To:** Guy, Damon  
**Cc:** Lawson, Jon; Ramirez, Vincent R; Cobian, Edgar (RetailServices); Garnica, Jonathan (RetailServices); Gamier, Cliff (RetailServices); Goodwell, Jyl (RetailServices); Long, Waymond (RetailServices); Pollock, Bryan; Romero, Jose (RetailServices); Arellano, Jesus; Balderrama, Oscar; Briggs Jr, Emmett; Cantos, Jack G; Cayaban, Michelle; Conde, Isabel; Espinoza, Isaac; Esquivel, Elizabeth; Fernando, Harin; Flores Sanchez, Antonio; Freeman, Ashley; Garcia, Luis-3; Gorezar, Artour; Lopez, Daniel; Martinez, Mario; Noguchi, Donna; O'Keefe, Christopher; Perry, Mona; Revuelta, Ana I; Shimauchi, Jan; Souza, Edwin; Sparks, Charlie; Wong, Jerome; Young, Jesse D; Alvarez, Gabriel; Arteaga, Erasmo; Christopherson, Steve; Debus, Mark; Garrison, Shirley M; Gasca-Nunez, Juan; Gonzalez, Carlos; Kennedy, Tom; Lazarte, Yerko; Leptis, Lucia; Manzo, Jose J; Medina, Francisco; Otero, Corey J; Rostomyan, Veronika; Ruvalcaba, Martha; Sherer, William S; Sherman, Madeline; Valentine, Qiana; Viali, Tessie M  
**Subject:** Flagpole Repairs

Store Teams,

If you have need for flagpole repairs (broken rope, bad pulley, no tie down, etc.), please see the contact information below.  
They will take your Pcard as payment for the repairs.

Please contact me if you contact this vendor. Then I will be aware of the situation when Joe calls me for approval to go to your site.

**Joseph (Joe) Giba**  
**Southern California Flagpole**  
**Company Inc.**  
**4551 York Blvd. LA, CA 90041**  
**O: (323) 257-8201**  
**F: (323) 257-5351**

Thank you.

**Damon Guy**  
**District Facilities Manager**  
**cell: (714) 944-3002**  
**damon.guy@soarshc.com**

**Vendor Numbers for After Hour Calls**

**Internal Numbers**

Commercial Solutions: Doors & Glass 1-866-698-0253.

Federal Repairs: Crown (800) 983-6314

Fidelity/P&M (Fire materials Group) 1-866-364-1700

ADT 1-800-428-7124

Protection One 1-855-471-7327

Oakleaf Computer/Sales 1-888-625-5323.

Boeing Systems Help Desk 1-800-999-1500.

Kmart Phone Help Desk 1-800-883-5985.

Schindler 1-800-225-3123

Sears Auto Help Desk 1-800-899-8277.

Sears Risk Management 1-800-727-0121.

Kmart Risk Management 1-888-673-4437, and

Katherine Bergensons Services Help Desk 888.553.2663 (888 Klean Me)

Phoenicia Energy 1-877-570-4917 option '2'

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Ericson Alviz <ericson@cliflymgt.com>

Fwd: LA Boyle Visit

1 message

Jimmy Shomof <jimmy@shomofgroup.com>  
To: Jonathan Shomof <jon@shomofgroup.com>, dkupetz@suimeyerlaw.com, ckwu@suimeyerlaw.com  
Cc: Izeak Shomof <izeak@shomofgroup.com>, Ericson Alviz <ericson@cliflymgt.com>, Diony Rebuta <diony@cliflymgt.com>

Mon, Jun 24, 2019 at 4:57 PM

See below. Dolores' visit to store with Alan. Conversation about HVAC and Seismic work June 22 2017

Jimmy Shomof  
shomof group  
774 S. Spring St. 8th Floor  
Los Angeles, CA 90014  
Office: 213-378-1007  
Cell: 310-780-7434

----- Forwarded message -----

From: Jonathan Shomof <jon@shomofgroup.com>  
Date: Tue, Jul 11, 2017 at 12:03 PM  
Subject: Re: LA Boyle Visit  
To: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>  
Cc: Jimmy Shomof <jimmy@shomofgroup.com>, Leo Pustilnikov <leo@slhinvestments.com>, Jelic, Milan <Milan.Jelic@searshc.com>, Vrej Baghoomian <vj@alliancemechanicalgroup.com>

Dolores,

Please see attached CAD

Thanks

Jonathan Shomof

shomof  
group  
774 S. Spring St. -Second Floor  
Los Angeles, CA 90014  
Office: 213-378-1007  
Cell: 310-780-7434

On Tue, Jul 11, 2017 at 9:31 AM, Jonathan Shomof <jon@shomofgroup.com> wrote:  
Good morning Dolores.

Will have this to you today, sorry for the delay

Thanks

Jonathan Shomof

shomof  
group  
774 S. Spring St. -Second Floor  
Los Angeles, CA 90014  
Office: 213-378-1007  
Cell: 310-780-7434

On Tue, Jul 11, 2017 at 7:08 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

I need the CAD file please and thank you

Dolores M Guarnaccia

Director, Construction - Real Estate

Office: 80-1700-3333 Beverly Road – Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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**From:** Jimmy Shomof (mailto:jimmy@shomofgroup.com)  
**Sent:** Monday, July 03, 2017 5:02 PM  
**To:** Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>  
**Cc:** Leo Pustilnikov <leo@slhinvestments.com>, Wolski, Martin <Martin.Wolski@searshc.com>, Jelic, Milan <Milan.Jelic@searshc.com>; Jonathan Shomof <jon@shomofgroup.com>; Vrej Baghoomian <vj@alliancemechanicalgroup.com>  
**Subject:** Re: LA Boyle Visit

Hi Dolores, Martin, and Milan,

Hope all is well.

Per your request, attached are the plans showing the walls built 6ft away from where the structural elements will be placed.

Let me know if there is anything else you'll need. Also, Will one of us be recapping our onsite meeting last week?

Hope you have a great 4th! :)

Thanks,

Jimmy Shomof

**shomof | group**

206 W. 8th St. Suite 100

Los Angeles, CA 90014

Office: 213-221-7874

Cell: 310-750-7435

On Thu, Jun 22, 2017 at 11:10 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

I want to walk the space and talk about the HVAC and Seismic work, plus we have some questions on the floor plan with elevators and space. I think this should only take an hour or two.

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: 80-1708-3333 Beverly Road - Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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From: Jimmy Shomof (mailto:jimmy@shomofgroup.com)

Sent: Wednesday, June 21, 2017 12:26 PM

To: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>

Cc: Vrej Baghoomian <vj@alliancemechanicalgroup.com>; Leo Pustilnikov <leo@sthinvestments.com>; Wolski, Martin <Martin.Wolski@searshc.com>; Jelic, Milan <Milan.Jelic@searshc.com>

Subject: Re: LA Boyle Visit

Dolores,

Is there a schedule for this meeting?

Looking forward to meeting with everyone as well.

Jimmy Shomof

**shomof|group**

206 W. 6th St. Suite 100  
Los Angeles, CA 90014  
Office: 213-231-7874  
Cell: 310-780-7438

On Wed, Jun 21, 2017 at 10:21 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

Yes, Martin and I will be there this coming Monday June 26th at 1:30 pm. Can wait to meet with everyone.

**Dolores M Guarnaccia**  
Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road - Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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From: Vrej Baghoomian [mailto:v@alliancemechanicalgroup.com]

Sent: Wednesday, June 21, 2017 10:58 AM

To: Leo Pustilnikov <leo@slhinvestments.com>

Cc: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>; Jimmy Shomof <jimmy@shomofgroup.com>; Wolski, Martin <Martin.Wolski@searslc.com>; Jelic, Milan <Milan.Jelic@searshc.com>

Subject: Re: LA Boyle Visit

So June 26th at 1:30 pm at Sears ?? Correct

Sent from my iPhone

On Jun 20, 2017, at 10:32 AM, Leo Pustilnikov <leo@slhinvestments.com> wrote:

Confirmed? It's next week and I want to make sure VJ is there.

Sent from my iPhone

On Jun 18, 2017, at 11:50 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

Once Martin and I get our flights arranged I'll send over, I'll also send you the drawing from store planner where they have a ton of questions

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road - Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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From: Jimmy Shomof [mailto:jimmy@shomofgroup.com]

Sent: Friday, June 16, 2017 1:49 PM

To: Leo Pustilnikov <leo@slhinvestments.com>; Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>

Cc: Wolski, Martin <Martin.Wolski@searslc.com>; Jelic, Milan <Milan.Jelic@searshc.com>

Subject: Re: LA Boyle Visit

I'm available.

Lo, how's does this work for you?

Will you be making a schedule of different times to discuss?

Thanks,

Sent from my iPhone

On Jun 16, 2017, at 11:37 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searslc.com> wrote:

Something's got shifted around ....we are looking at June 26<sup>th</sup> to visit the store ...are you both available on that Monday around 1:30ish pm?

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: 8C-170B -3333 Beverly Road - Hoffman Estates, IL 60179

(P)847.286.7638 (M)224.558.4003 (F)847.286.2005

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2 attachments

Sketch - EXA102 - 2ND FLOOR KEY PLAN - Shear Wall Pony Walls.dwg

1643K

Sketch - EXA101 - 1ST FLOOR KEY PLAN - Shear Wall Pony Walls.dwg

1336K



Ericson Alviz <ericson@cliflymgt.com>

**Fwd: La Boyle, CA - Status Update**

Mon, Jun 24, 2019 at 1:52 PM  
To: "Kupetz, David S." <dkupetz@sulmeyerlaw.com>, "Wu, Claire K." <ckwu@sulmeyerlaw.com>, Izek Shomof <izek@shomofgroup.com>, Jimmy Shomof <jimmy@shomofgroup.com>, Diony Rebula <diony@shomofgroup.com>, Ericson Alviz <ericson@cliflymgt.com>

Please see attached

Jonathan Shomof

**shomof**  
**group**  
shomofgroup.com  
724 South Spring St Suite 802  
Los Angeles, CA 90014  
Office: 213-378-1000  
Cell: 310-780-7435

----- Forwarded message -----  
From: Jimmy Shomof <jimmy@shomofgroup.com>  
Date: Mon, Jun 24, 2019 at 1:33 PM  
Subject: Fwd: La Boyle, CA - Status Update  
To: Jonathan Shomof <jon@shomofgroup.com>

See emails from before.

This was forwarded to you a long time ago but not sure you ever realized.

**Jimmy Shomof**  
**shomof** | **group**  
724 S. Spring St, 8th Floor  
Los Angeles, CA 90014  
Office: 213-378-1000  
Cell: 310-780-7435

----- Forwarded message -----  
From: Jimmy Shomof <jimmy@shomofgroup.com>  
Date: Fri, May 5, 2017 at 12:25 PM  
Subject: Fwd: La Boyle, CA - Status Update  
To: Vrej Baghoomian <vj@alliancecmechanicalgroup.com>  
Cc: Izek Shomof <izek@shomofgroup.com>, Jonathan Shomof <jon@shomofgroup.com>, Leo Pustnikov <leo@slhinvestments.com>

Vj,  
Nice talking to you just now over the phone just now. As discussed, we cannot rely or wait for the structural to do the HVAC for Sears. We need to continue moving full blast on getting the Sears AC installed. Please work together with Dolores and coordinate a schedule that works for all.

Thanks,

Jimmy Shomof

**shomof** | **group**  
205 W. 8th St, Suite 100  
Los Angeles, CA 90014  
Office: 213-271-7474  
Cell: 310-780-7435

----- Forwarded message -----  
From: Leo Pustnikov <leo@slhinvestments.com>  
Date: Tue, Apr 25, 2017 at 9:18 AM  
Subject: Re: La Boyle, CA - Status Update  
To: "Guarnaccia, Dolores" <Dolores.Guarnaccia@searshc.com>  
Cc: Vrej Baghoomian <vj@alliancecmechanicalgroup.com>, Jimmy Shomof <jimmy@shomofgroup.com>, Diony <diony@cliflymgt.com>

we aren't doing any hvac work in the building, just your space... seismic was going to start at the furthest point which is the back building because of ease of access and work towards sears...

On Tue, Apr 25, 2017 at 9:16 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

The last meeting we had you indicated that you were going to start your HVAC work at the furthest point away from Sears and work your way to us. If you look at the notes, from what we knew at the time it looked like these dates were going to line up for HVAC and Seismic.

I'll talk to legal about getting you the additional time.

Dolores M Guarnaccia  
Director, Construction - Real Estate

Office: 8C-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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From: Leo Pustrikov [mailto:leo@alliancemechanicalgroup.com]

Sent: Tuesday, April 25, 2017 10:56 AM

To: Guarnaccia, Dolores

Cc: Vrej Baghoomian; Jimmy Shomof; Diony

Subject: Re: La Boyle, CA - Status Update

we are more than happy to do it all at once BUT our lease amendment requires us to do the hvac by a date certain and seismic by a later date. If sears agrees to give us a longer outside date for the hvac, we are more than happy to hold off and do them at once although it would have been nice to know before we spent \$500k on equipment... would also be an opportunity to work with the store relay (any estimated timing on that?).

best,

leo

On Tue, Apr 25, 2017 at 8:49 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@suasnic.com> wrote

These areas are big, this will take more than a day to clear. Trust me you don't want to see how I'm going to respond if you give don't me a schedule on timing, how long each area will take etc. And at least 30 plus days to get started.

Also, Leo/Jimmy the cost to clear this space twice can't be absorbed by the store... Not only do we need to clear for this work but also for the Seimec work. Why can't all the work take place at once

Dolores M Guarnaccia

Director, Construction - Real Estate

Office: 8C-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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From: Vrej Baghoomian [mailto:vj@alliancemechanicalgroup.com]

Sent: Friday, April 21, 2017 3:33 PM

To: Jimmy Shomof

Cc: Leo Pustrikov; Guarnaccia, Dolores; Diony

Subject: Re: La Boyle, CA - Status Update

We have waiting for some key components to get from LG. The target is to get them by end of April or the latest by first week of May.

I have prepare a schedule as far as the areas we are going to need to work with phasing and each phase I have divided to sections "A" and "B". we will need the store to remove the racks and items from these areas so we can do our work. We are going to caution tape these areas so no customer or employee of Sears to enter the construction area. Almost all of our work will be overhead and we are going to remove the ceiling tiles in order to allow us to work. I did not put any timing for each phase or section. I want to see how Sears will respond. But we are going to do our best to make for everyone an easy task. attached is propose phasing of the work.

ALLIANCE MECHANICAL GROUP,INC.

VREJ VJ BAGHOOMIAN

5838 SAN FERNANDO RD # B

GLENDALE ,CA 91202

TEL: 818-956 1080

FAX: 818-956 1057

CELL: 818-441 8870

STATE LIC # 1015815

"Well done is better than well said." Benjamin Franklin

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Please consider this document before printing the content

On Fri, Apr 21, 2017 at 7:57 AM, Jimmy Shomof <jimmy@shomofgroup.com> wrote:  
Good morning Leo,

They've been working on completing the work that needs to be done on the exterior. VJ plans to reach out to Dolores in the coming week to discuss schedule and coordination. I believe they are still on schedule but we should confirm with VJ.

Jimmy Shomof

shomof | group

206 W. 6th St, Suite 100  
Los Angeles, CA 90014  
Office: 213-231-7874  
Cell: 310-780-7435

On Thu, Apr 20, 2017 at 6:11 PM, Leo Pustilnikov <leo@shinvestments.com> wrote:  
Jimmy, can you ask VJ when he plans to coordinate with Dolores?

Thanks,

Leo

Sent from my iPhone

On Apr 20, 2017, at 6:08 PM, Guarnaccia, Dolores <Dolores.Guarnaccia@earshc.com> wrote:  
Thanks for the update.

I know that you wanted to start the HVAC when you pulled the permit, my note show that you should have started work in January but haven't heard anything. Are you still on schedule? If not can you send me an updated schedule.

Dolores M Guarnaccia  
Director, Construction - Real Estate  
Office: 8C-1708 -3333 Beverly Road - Hotman Estates, IL 60179  
(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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**From:** Leo Pustilnikov [mailto:leo@shinvestments.com]  
**Sent:** Thursday, April 20, 2017 8:04 PM  
**To:** Guarnaccia, Dolores  
**Cc:** Jimmy Shomof; Diony  
**Subject:** Re: La Boyle, CA - Status Update

Thanks re floor plan. Permits for HVAC have been pulled and paid for (may not be included in what I sent over yet). Diony, so you have the HVAC permits to email over? With regards to seismic, the seismic for the HVAC units have permits pulled and that seismic is already complete. With regards to seismic for the building, we are still working through certain issues with the city and hope to have permits no later than the late 3rd quarter. There were minor setbacks due to the size of the building and the fact that it's comprised of several individual buildings which we have been working to resolve between building and safety and the fire department.

Best,

Leo

Sent from my iPhone

On Apr 20, 2017, at 5:52 PM, Guarnaccia, Dolores <Dolores.Guarnaccia@earshc.com> wrote:

Leo before you ask, I've requested ETA on floor plan from Store Planning, once I get that I'll be able to give you an ETA on cost from Martin.

Is it possible to get an update on the following

Permits for HVAC – if you don't have can I get an updated schedule

Permits for Seismic – if you don't have can I get an updated schedule

Thank you, have a great night!

Dolores M Guarnaccia

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road - Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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Ericson Alviz <ericson@cliflymgt.com>

Fwd: Sears Retail AC Installation

1 message

Jimmy Shomof <jimmy@shomogroup.com>  
To: Jonathan Shomof <jon@shomogroup.com>, dkupetz@suimeyrlaw.com, ckwu@suimeyrlaw.com  
Cc: Izek Shomof <izek@shomogroup.com>, Diony Rebula <diony@cliflymgt.com>, Ericson Alviz <ericson@cliflymgt.com>

Mon, Jun 24, 2019 at 2:28 PM

Please confirm you have these emails.

Izek and Jon also cc'd on this email.

Thanks,

Jimmy Shomof  
shomogroup  
722 S. Spring St. 8th Floor  
Los Angeles, CA 90014  
Office: 213.378.1007  
Cell: 310.780.7435

----- Forwarded message -----

From: Leo Pustintikov <leo@slhinvestments.com>  
Date: Mon, May 15, 2017 at 7:03 AM  
Subject: Re: Sears Retail AC installation  
To: Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com>, Izek Shomof <izek@shomogroup.com>, Diony Rebula <diony@cliflymgt.com>  
Cc: Vrej Baghoomian <v@allianceonechanicalgroup.com>, Jimmy Shomof <jimmy@shomogroup.com>, Jonathan S <JON@shomogroup.com>, Shaw, Alan <Alan.Shaw@searshc.com>

Dolores,

To recap the points:

1. HVAC - we would prefer to do the HVAC now as everything is ready. The permitting took forever and we already did the structural in the service center to support the units. Maybe we can start at a slower/less invasive pace for the time being?
2. Seismic - we have been hoping to have had the seismic permits for a while now but given the size and complexity and city code changes, things have come up. We now anticipate having permits around September of this year with the goal of beginning early 2018.
3. I just a reimbursement for all the work we have done per the lease which was approximately \$1.5M of which approximately \$500k was for the equipment. Diony will send you proof of payment for the HVAC equipment (Diony, please email proof of payment). Do you need anything else for the other \$1M or so in reimbursements? As for the process, we discussed doing an escrow which Jack made overly complicated and I thought we ultimately settled on the idea that the best process would be that we submit invoices to Sears and get reimbursed as the funds are with Sears and not escrow? Some of these expenses have been borne by ownership for nearly a year so it would be nice to get reimbursement for it sooner rather than later.
4. Computer room - Jimmy was working on this. Jimmy, can you please update Dolores regarding the vendor work and vendor negotiations?
5. Store layout - when the plans are done, please email them to us along with any questions you may have so that we can address.
6. Tower sign - Jimmy was working on this and will update you.
7. The only outstanding item outside of the above that I recall is that we have discussed lease clean up issues last year (primarily the issues we addressed when we met in Chicago) but we never formalized or finalized them which we should sooner rather than later. I believe you have a spreadsheet of these issues. Let me know if you would like to finalize this now.

best,  
leo

On Thu, May 11, 2017 at 2:17 PM, Guarnaccia, Dolores <Dolores.Guarnaccia@searshc.com> wrote:

I spoke with legal and here are my remarks:

HVAC, the outside date per the amendment was already missed, you were to be fully installed by April 1<sup>st</sup> 2017. With that being the case, I am asking that the HVAC and Seismic be done at the same time. The expense of moving product and fixtures will be double if we need to do twice. This is a great store for Sears and we do not want to affect the customer and associates more than needed.

- Seismic: are you still on track to have the permit later this year with a construction start in the Sears spring January 2018?

Reimbursement for HVAC equipment: I need all of the invoices showing that the equipment has been paid for, any contracts for maintenance that were purchased with the equipment. If we were to follow the lease and have a 3<sup>rd</sup> party title company hold the escrow, these would be the requirement and if Sears was to ask for reimbursement, I feel that we would be required to submit the same.

Computer room: The computer room has been fully built, is there an ETA on when the data line will be pulled? Leo has been provided with all of the vendors to complete the work required

Store Layout: Store Planning is working on an update, per the last CAD file submitted, they have some questions on the rooms that are on the premier of the sales floor to know what to convert them to. We should have something in the next week or 2, then follow that up with a cost estimate.

Signs: after the installation of the tower signs, 1 side the "S"s are not lit, is there an ETA on when those will be repaired?

Does this cover all the outstanding items? If not please let me know, if anyone has any questions or concerns please let me know.

Dolores M Guarnaccia

Director, Construction - Real Estate

Office: BC-1708-3333 Beverly Road - Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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From: Izek Shomof [mailto:izek@shemogroup.com]  
Sent: Thursday, May 11, 2017 12:40 PM  
To: Vrej Baghoomian  
Cc: Guaraccia, Dolores; Jimmy Shomof; Jonathan S; Leo Pustilnikov  
Subject: Re: Sears Retail AC Installation

Jimmy and Leo can you work with Vjay and Sears to get this started. Thanks.

Sent from my iPhone

On May 11, 2017, at 10:20 AM, Vrej Baghoomian <vj@alliancemechanicalgroup.com> wrote:

Dear Dolores , per my previous email dated April 25th , I am waiting for your respond regarding the scheduling of the work . As i mentioned we need these area to be cleared from racks phase by phase and section by section as I have shown on the floor plan . Please let me know when can you starting the Phase 1 Section A area . If you would like I can meet the store people for coordination . Now we have all the equipment and we can start the project . Each section of each phase I need 6-7 weeks to complete depending on the situation above the ceiling .

**ALLIANCE MECHANICAL GROUP,INC.**  
**VREJ VJ BAGHOOMIAN**  
5838 SAN FERNANDO RD # 8  
GLENDALE ,CA 91202  
TEL: 818-956 1060  
FAX: 818-956 1057  
CELL: 818-441 8870  
STATE LIC # 1015815

Well done is better than well said." Benjamin Franklin

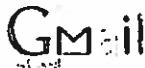
**CONFIDENTIALITY NOTICE:** This e-mail transmission, and any documents, files or previous e-mail messages attached to it, may contain confidential information that is legally privileged. If you are not the intended recipient, or a person responsible for delivering it to the intended recipient, you are hereby notified that any disclosure, copying, distribution or use of any of the information contained in or attached to this message is STRICTLY PROHIBITED. If you have received this transmission in error, please immediately notify us by reply e-mail at VJ@ALLIANCEMECHANICALGROUP.COM or by telephone at (818) 956 1060, and destroy the original transmission and its attachments without reading them or saving them to disk. Thank you.

Please consider the environment before printing this email

<SEARS PHASING GROUND FLOOR.pdf>

<SEARS SECOND FLOOR PHASEING.pdf>

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Ericson Alviz <ericson@cliflymgt.com>

**Fwd: Seismic Permit**

1 message

Jimmy Shomof <jimmy@shomofgroup.com>  
To: Jonathan Shomof <jon@shomofgroup.com>, dkupetz@suimeyerlaw.com, ckwu@suimeyerlaw.com  
Cc: Izek Shomof <izek@shomofgroup.com>, Diony Rebula <diony@cliflymgt.com>, Ericson Alviz <ericson@cliflymgt.com>

Mon, Jun 24, 2019 at 5:15 PM

Conversation about seismic

**Jimmy Shomof**  
**shomof | group**  
724 S. Spring St, 8th Floor  
Los Angeles, CA 90014  
Office 213-378-1007  
Cell: 310-780-7435

----- Forwarded message -----

From: Leo Pustilnikov <leo@slsinvestments.com>  
Date: Thu, Jan 25, 2018 at 8:52 AM  
Subject: Re: Seismic Permit  
To: Guarnaccia, Dolores <Dolores.Guarnaccia@searsnc.com>  
Cc: Jimmy Shomof <jimmy@shomofgroup.com>

We are targeting early March and will start in the 1964 section... also, we are still looking at phasing and seeing if we can limit work on retail floor as the basement is most of the work

Sent from my iPhone

On Jan 25, 2018, at 8:34 AM, Guarnaccia, Dolores <Dolores.Guarnaccia@searsnc.com> wrote:

Do you have your Seismic permit yet? I need to go get Capital for when you're ready to start and would like to be a little ahead of the game.

**Dolores M Guarnaccia**

Director, Construction - Real Estate  
Office: 8C-1708 -3333 Beverly Road - Hoffman Estates, IL 60179  
(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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**From:** [Jimmy Shomof](#)  
**To:** [Jonathan Shomof](#); [Kupetz, David S.](#); [Wu, Claire K.](#)  
**Cc:** [Izek Shomof](#); [Diony Rebula](#); [Ericson Alviz](#)  
**Subject:** Fwd: Second Break In RE: 1008 - Boyle - Break-In Through Construction Site Recap  
**Date:** Monday, June 24, 2019 2:56:52 PM

---

See below convo between Leo and Dolores regarding a break in to the store and Leo warns Dolores not to use escrow account as piggy bank.

Jimmy Shomof  
**shomof | group**  
724 S. Spring St. 8th Floor  
Los Angeles, CA 90014  
Office: [213-378-1007](#)  
Cell: [310-780-7435](#)

----- Forwarded message -----

**From:** Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)>  
**Date:** Wed, Jul 5, 2017 at 6:32 PM  
**Subject:** Re: Second Break In RE: 1008 - Boyle - Break-In Through Construction Site Recap  
**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>, Foerster, Larry <[Larry.Foerster@searshc.com](mailto:Larry.Foerster@searshc.com)>

Dolores.

With all due respect, I'm not sure how they accessed our area or yours but the escrow fund is not intended for these items and sears is not authorized to use it as a piggy bank as it wishes. Let's discuss tomorrow.

Best,  
Leo

Sent from my iPhone

On Jul 5, 2017, at 6:11 PM, Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

I'm giving the store permission to hire an overnight guard until either you or SHC can repair the damage and secure the building. We will be paying for the Guard from the Escrow account till the repairs are made. Thank you

Dolores M Guarnaccia

Director, Construction - Real Estate

Office: 8C-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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**From:** Foerster, Larry  
**Sent:** Wednesday, July 05, 2017 8:17 AM  
**To:** Ceballos, Cesar E <[Cesar.Ceballos@searshc.com](mailto:Cesar.Ceballos@searshc.com)>  
**Cc:** Calvert, Michael <[Michael.Calvert@searshc.com](mailto:Michael.Calvert@searshc.com)>; Harrington, Jeremy <[Jeremy.Harrington@searshc.com](mailto:Jeremy.Harrington@searshc.com)>; Balderrama, Oscar <[Oscar.Balderrama@searshc.com](mailto:Oscar.Balderrama@searshc.com)>; Lawson, Jon <[Jon.Lawson@searshc.com](mailto:Jon.Lawson@searshc.com)>; Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>; Gomez, Fernando <[fernando.gomez@searsbluecrew.com](mailto:fernando.gomez@searsbluecrew.com)>; Medina, Francisco <[Francisco.Medina@searshc.com](mailto:Francisco.Medina@searshc.com)>; Foerster, Larry <[Larry.Foerster@searshc.com](mailto:Larry.Foerster@searshc.com)>  
**Subject:** Re: Second Break In RE: 1008 - Boyle - Break-In Through Construction Site Recap

This will take longer than a day or two to fix. Dolores, can we request LL to hire overnight security until they've secured the building?

Sent from my iPhone

On Jul 5, 2017, at 3:18 AM, Ceballos, Cesar E <[Cesar.Ceballos@searshc.com](mailto:Cesar.Ceballos@searshc.com)> wrote:

We had a second break in through the same location what appears to be the same subject kicking the already replaced plywood. Please read report down below. It is critical to have the Landlord out here immediately to assist in ensuring this location is secure.

On July 4<sup>th</sup> 2017, I, Cesar Ceballos, while employed as Asset Protection Manager for Sears Holdings Corporation, Sears number 1008, Boyle Heights California the following occurred:

At 10:49:00PM, I received a call from Softlines Manager Tachacka Miller advising that she was in route to the store as she received a phone call from the alarm company Protection One stating that two motion sensors had triggered. They did not receive any further alarm activations. At this time Miller requested that Protection One dispatch the Los Angeles Police Department as we had been burglarized the same day earlier in the morning. They advised her that their policy stated they are not allowed to contact the Police Department as they already had been dispatched twice in one year and advised her to contact the emergency 911 phone number to have the Police arrive. Miller attempted to call the Police Department and was on hold for over 15 minutes. Miller contacted myself to advice of the situation, I also attempted to contact the Police Department and was placed on hold, I then contacted Protection One and had them escalate this situation ultimately having them dispatch any available Officer. At approximately 11:55:00PM the Los Angeles Police Department arrived on scene and was able to assist Miller in walking inside the store. At 12:19:00AM the building was clear from any possible intruder. During this time, it was discovered in Jewelry Department that one of the glass show cases appeared to be smashed and possible merchandise missing.

While arriving at the store I, Ceballos was able to determine through CCTV that indeed the suspect came into the store through the same area the store was burglarized the same morning, it appeared that the subject ran to Jewelry Department breaking the glass of one of the Show Cases using what appeared to look like a crow bar. Through CCTV it appears the subject was only able to take out one Vadere Lestelle Gold Over Silver Necklace (retail value of \$399.99). Once he got a hold of the necklace he ran back to the Eastside of the store and proceeded to leave the building.

Preliminary Item list:

Vadere Lestelle Gold Over Silver Necklace:

Division: 44      Item #:      Size:      Quantity:  
Price: \$399.99

Total: \$399.99

***Total Merchandise Loss: \$399.99***

***Total Door/Window Damage: (TBD)***

***Grand Total Loss: (TBD)***

***Los Angeles Police Department Case #: Quiroz #42213/  
Rivera#34735***

***Sedwick Case #:***

***Video Available***

***Associates Involve:***

**-Softlines Manager : Tachacka Miller 323-981-  
2001**

**-Asset Protection Manager: Cesar Ceballos 714-323-  
9589**

## **TIMELINE**

**July 3<sup>rd</sup>, 2017**

**9:09:27 PM:** Building was armed by Softlines Manager Tachacka Miller

**10:27:54PM:** Motion Alarms triggered; Call was placed to Miller; Miller was in route to the store; Male Suspect is seen through CCVT kicking and breaking the plywood, running into jewelry.

**10:29:40 PM:** Suspect is seen running out from the same location he entered.

**10:45:00PM:** Softlines Manager Tachacka Miller arrives to the store.

**11:55:00PM:** The Los Angeles Police Department arrived on scene

July 4<sup>th</sup>, 2017

**12:06:00AM:** Zone Asset Protection Market Manager was notified via message.

**1:18:00AM:** Glass America was contacted to replace and secure the location.

**01:24:00AM:** Call was placed for Protection One to respond to the store to determine the failure of same day first burglary situation between the burglary and the no alarm activation.

**2:35:00AM:** Sedgwick was contacted and critical incident was submitted.

**Cesar Ceballos**

Asset and Profit Protection Manager

Sears, Roebuck & Co. #1008 Boyle Heights

Cell Phone: 714-323-9589

Office: 323-981-2011

Fax: 323-981-2047

2650 E Olympic Blvd

Los Angeles, CA 90023

**From:** Ceballos, Cesar E  
**Sent:** Tuesday, July 04, 2017 2:47 PM  
**To:** Calvert, Michael; Ceballos, Cesar E  
**Cc:** Harrington, Jeremy; Balderrama, Oscar; Lawson, Jon; Foerster, Larry; Guarnaccia, Dolores; Gomez, Fernando; Medina, Francisco  
**Subject:** 1008 - Boyle - Break-In Through Construction Site Recap

On July 4<sup>th</sup> 2017, I, Cesar Ceballos, while employed as Asset Protection Manager for Sears Holdings Corporation, Sears number 1008, Boyle Heights California the following occurred:

At 06:51:00AM, I was called by the Footwear Lead Carlos Rosales regarding a piece of drywall that appeared to be broken. The area of the incident is located on the West Corner adjacent to an emergency exit of the store. The drywall divides the Retail Store and an empty room owned by the Landlord which has access to the outside street. At this time, I Ceballos reviewed CCTV Video and was able to see the following: On Monday July 3<sup>rd</sup> 2017 at 11:53:00PM an unidentified male subject (see down below for subject description) was seen breaking a part of the drywall using what appeared to be his foot. The Male then waits for approximately 30min before proceeding to enter the store. At 12:22:00 AM the subject enters the store with a black empty duffel bag; he is seen running through the store using the back wall of the Woman's Department as guidance. The subject passes Hardware, finally entering the Men's Levi Department. He is then seen selecting a numerous amounts of Levi's (see item description down below). Upon selecting the merchandise the subject places the pairs of Levi's inside the duffel bag and heads over to the jewelry department were he attempts to open a jewelry show case. The subject walks around a few departments not selecting any further merchandise. At 12:27:00 AM the subject is seen exiting the same location of the building.

Note

-Alarm Test was conducted June 8th with no issues with any motion sensors

-Alarm Test was conducted twice on July 4th 2017 with no issues with any motion sensors.

Preliminary Item list:

Men's Levi Denim 501 Bleach Blue:

Division: 41 Item #: 49544343 Size: 34x30 Quantity: 8  
Price: \$69.50

Division: 41 Item #: 49544405 Size: 40x32 Quantity:  
4 Price: \$69.50

Division: 41 Item #: 49544425 Size: 42x30 Quantity: 4  
Price: \$69.50

Total: \$1,112

***Total Merchandise Loss: \$1,112.00***

***Total Door/Window Damage: (TBD)***

***Grand Total Loss: (TBD)***

**Los Angeles Police Department Case #: 17-0704002659  
Rodriguez #42249**

**Sedwick Case #: C1707045031**

**Video Available**

**Associates Involve:**

-Store General Manager: Francisco Medina 323-981-  
2001

-Asset Protection Manager: Cesar Ceballos 714-323-  
9589

## **TIMELINE**

**July 3<sup>rd</sup>, 2017**

**10:40:29AM:** Building was armed by Operations Manager  
Oscar Medina and Softlines Manager Tachacka Miller

**11:53:00PM:** Male Suspect kicks and breaks drywall but

does not immediately enter the store.

July 4<sup>th</sup>, 2017

**12:22:00AM:** Male Suspect enters the store.

**12:23:00AM:** Male Suspect Enters Men's Department  
Selecting Merchandise.

**12:24:00AM:** Enters Jewelry attempting to open cases.

**12:25:00AM:** Male Suspect enters Woman's, Intimates,  
Men's basics.

**12:27:00AM:** Male Suspect Exits the store with the  
duffel bag filled with merchandise.

**05:58:24AM:** Building is disarmed by Footwear Lead Carlos  
Rosales for regular business.

**06:51:00AM:** Rosales notified Asset Protection Manager  
Cesar Ceballos of the broken plywood.

**06:53:00AM:** Was established that theft had accrued earlier  
in the morning.

**06:54:34AM:** Ceballos contacted alarm company (Protection  
One) to ask if there were any alarms during the night.  
Protection One stated they did not receive any alarm signals.

Ceballos verified through Esuite (online alarm log) that no alarms had been activated throughout the night.

**06:58:24AM:** Ceballos placed alarm under test mode, walk all area the subject had been seen walking through and all alarms activated without incident.

**06:59:00AM:** Call was placed for Protection One to respond to the store to determine the failure between the burglary and the no alarm activation.

**8:23:00AM:** Ceballos contacted the General Store Manager Francisco Medina.

**8:25:00AM:** Francisco Medina contacted Market Manager Larry Foerster.

**8:25:00AM:** Ceballos contacted Asset Protection Zone Manager Mike Calvert.

**8:23:00AM:** Ceballos contacted the General Store Manager Francisco Medina.

**12:52:00PM:** Ceballos contacted Sedgwick to report incident.

**2:00:00PM:** Los Angeles Police Department Arrive to take report.

<110 - Shoes Stockroom 7-4-2017 00-22-44.010.jpg>

<IMG\_1296.jpg>

<IMG\_1297.jpg>

**Cesar Ceballos**

Asset and Profit Protection Manager

Sears, Roebuck & Co. #1008 Boyle Heights

Cell Phone: 714-323-9589

Office: 323-981-2011

Fax: 323-981-2047

2650 E Olympic Blvd

Los Angeles, CA 90023

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# **EXHIBIT 13**

**From:** [Jonathan Shomof](#)  
**To:** [Kupetz, David S.](#); [Wu, Claire K.](#); [Izek Shomof](#); [Jimmy Shomof](#); [Diony Rebata](#); [Ericson Alviz](#)  
**Subject:** Fwd: La Boyle, CA - Status Update  
**Date:** Monday, June 24, 2019 1:52:39 PM

---

Please see attached

Jonathan Shomof

**shomof**  
**group**  
[shomofgroup.com](http://shomofgroup.com)  
724 South Spring St Suite 802  
Los Angeles, CA 90014  
Office: 213-378-1006  
Cell: 310-780-7434

----- Forwarded message -----

From: Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>  
Date: Mon, Jun 24, 2019 at 1:33 PM  
Subject: Fwd: La Boyle, CA - Status Update  
To: Jonathan Shomof <[jon@shomofgroup.com](mailto:jon@shomofgroup.com)>

See emails from before.

This was forwarded to you a long time ago but not sure you ever realized.

Jimmy Shomof  
**shomof | group**  
724 S. Spring St. 8th Floor  
Los Angeles, CA 90014  
Office: [213-378-1007](tel:213-378-1007)  
Cell: [310-780-7434](tel:310-780-7434)

----- Forwarded message -----

From: Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>  
Date: Fri, May 5, 2017 at 12:25 PM  
Subject: Fwd: La Boyle, CA - Status Update  
To: Vrej Baghoomian <[vj@alliancemechanicalgroup.com](mailto:vj@alliancemechanicalgroup.com)>  
Cc: Izek Shomof <[izek@shomofgroup.com](mailto:izek@shomofgroup.com)>, Jonathan Shomof <[jon@shomofgroup.com](mailto:jon@shomofgroup.com)>, Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)>

Vj,

Nice talking to you just now over the phone just now. As discussed, we cannot rely or wait for the structural to do the HVAC for Sears. We need to continue moving full blast on getting the Sears AC installed. Please work together with Dolores and coordinate a schedule that works for all.

Thanks,

Jimmy Shomof

**shomof | group**  
206 W. 6th St. Suite 100  
Los Angeles, CA 90014  
Office: 213-221-7874  
Cell: 310-780-7435

----- Forwarded message -----

**From:** Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)>  
**Date:** Tue, Apr 25, 2017 at 9:18 AM  
**Subject:** Re: La Boyle, CA - Status Update  
**To:** "Guarnaccia, Dolores" <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Vrej Baghoomian <[vi@alliancemechanicalgroup.com](mailto:vi@alliancemechanicalgroup.com)>, Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>, Diony <[diony@citifymgt.com](mailto:diony@citifymgt.com)>

we aren't doing any hvac work in the building, just your space... seismic was going to start at the furthest point which is the back building because of ease of access and work towards sears...

On Tue, Apr 25, 2017 at 9:16 AM, Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

The last meeting we had you indicated that you were going to start your HVAC work at the furthest point away from Sears and work your way to us. If you look at the notes, from what we knew at the time it looked like these dates were going to line up for HVAC and Seismic.

I'll talk to legal about getting you the additional time.

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-1708 -3333 Beverly Road – Hoffman Estates, IL 60179

(P)[847.286.7538](tel:847.286.7538) (M)[224.558.4003](tel:224.558.4003) (F)[847.286.2805](tel:847.286.2805)

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or any affiliate may only be evidenced by a separate signed writing.

**From:** Leo Pustilnikov [mailto:[leo@silhinvestments.com](mailto:leo@silhinvestments.com)]  
**Sent:** Tuesday, April 25, 2017 10:56 AM  
**To:** Guarnaccia, Dolores  
**Cc:** Vrej Baghoomian; Jimmy Shomof; Diony  
**Subject:** Re: La Boyle, CA - Status Update

we are more than happy to do it all at once BUT our lease amendment requires us to do the hvac by a date certain and seismic by a later date. If sears agrees to give us a longer outside date for the hvac, we are more than happy to hold off and do them at once although it would have been nice to know before we spent \$500k on equipment... would also be an opportunity to work with the store relay (any estimated timing on that?).

best,

leo

On Tue, Apr 25, 2017 at 8:49 AM, Guarnaccia, Dolores  
<[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

These areas are big, this will take more than a day to clear. Trust me you don't want to see how I'm going to respond if you give don't me a schedule on timing, how long each area will take etc. And at least 30 plus days to get started.

Also, Leo/Jimmy the cost to clear this space twice can't be absorbed by the store....Not only do we need to clear for this work but also for the Seimec work. Why can't all the work take place at once

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-1708 -3333 Beverly Road – Hoffman Estates, IL 60179

(P)[847.286.7538](tel:847.286.7538) (M)[224.558.4003](tel:224.558.4003) (F)[847.286.2805](tel:847.286.2805)

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or any affiliate may only be evidenced by a separate signed writing.

**From:** Vrej Baghoomian [mailto:[vj@alliancemechanicalgroup.com](mailto:vj@alliancemechanicalgroup.com)]  
**Sent:** Friday, April 21, 2017 3:33 PM  
**To:** Jimmy Shomof  
**Cc:** Leo Pustilnikov; Guarnaccia, Dolores; Diony  
**Subject:** Re: La Boyle, CA - Status Update

We have waiting for some key components to get from LG . The target is to get them by end of April or the latest by first week of May .

I have prepare a schedule as far as the area we are going to need to work with phasing and each phase I have divided to sections "A" and "B" . we will need the store to remove the racks and items from these areas so we can do our work , We are going to caution tape these areas so no customer or employee of Sears to enter the construction area . Almost all of our work will be overhead and we are going to remove the ceiling tiles in order to allow us to work . I did not put any timing for each phase or section , I want to see how Sears will respond . But we are going to do our best to make for everyone an easy task . attached is propose phasing of the work .

**ALLIANCE MECHANICAL GROUP, INC.**

VREJ VJ BAGHOOMIAN  
5838 SAN FERNANDO RD # B  
GLENDALE ,CA 91202  
TEL: 818-956 1060  
FAX: 818-956 1057  
CELL: 818-441 8870  
STATE LIC # 1015815

Well done is better than well said." Benjamin Franklin

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On Fri, Apr 21, 2017 at 7:57 AM, Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)> wrote:

Good morning Leo,

They've been working on completing the work that needs to be done on the exterior. VJ plans to reach out to Dolores in the coming week to discuss schedule and coordination. I believe they are still on schedule but we should confirm with VJ.

Jimmy Shomof

**shomof | group**

206 W. 6th St. Suite 100

Los Angeles, CA 90014

Office: [213-221-7874](tel:213-221-7874)

Cell: [310-780-7435](tel:310-780-7435)

On Thu, Apr 20, 2017 at 6:11 PM, Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)> wrote:

Jimmy, can you ask VJ when he plans to coordinate with Dolores?

Thanks,

Leo

Sent from my iPhone

On Apr 20, 2017, at 6:08 PM, Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

Thanks for the update.

I know that you wanted to start the HVAC when you pulled the permit, my note show that you should have started work in January but haven't heard anything. Are you still on schedule? If not can you send me an updated schedule.

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)[\(847.286.7538](tel:847.286.7538) (M)[\(224.558.4003](tel:224.558.4003) (F)[\(847.286.2805](tel:847.286.2805)

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**From:** Leo Pustilnikov [<mailto:leo@slhinvestments.com>]  
**Sent:** Thursday, April 20, 2017 8:04 PM  
**To:** Guarnaccia, Dolores  
**Cc:** Jimmy Shomof; Dionic  
**Subject:** Re: La Boyle, CA - Status Update

Thanks re floor plan. Permits for HVAC have been pulled and paid for (may not be included in what I sent over yet). Dionic, so you have the HVAC permits to email over? With regards to seismic, the seismic for the HVAC units have

permits pulled and that seismic is already complete. With regards to seismic for the building, we are still working through certain issues with the city and hope to have permits no later than the late 3rd quarter. There were minor setbacks due to the size of the building and the fact that it's comprised of several individual buildings which we have been working to resolve between building and safety and the fire department.

Best,

Leo

Sent from my iPhone

On Apr 20, 2017, at 5:52 PM, Guarnaccia, Dolores  
<[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

Leo before you ask, I've requested ETA on floor plan from Store Planning, once I get that I'll be able to give you an ETA on cost from Martin.

Is it possible to get an update on the following:

- Permits for HVAC – if you don't have can I get an updated schedule
- Permits for Seismic – if you don't have can I get an updated schedule

Thank you, have a great night

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)[\(847.286.7538](tel:847.286.7538) (M)[\(224.558.4003](tel:224.558.4003) (F)[\(847.286.2805](tel:847.286.2805)

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# **EXHIBIT 14**

**From:** [Jimmy Shomof](#)  
**To:** [Jonathan Shomof](#); [Kupetz, David S.](#); [Wu, Claire K.](#)  
**Cc:** [Irek Shomof](#); [Ericson Alviz](#); [Diony Rebata](#)  
**Subject:** Fwd: LA Boyle Visit  
**Date:** Monday, June 24, 2019 4:57:38 PM  
**Attachments:** [Sketch - EXA102 - 2ND FLOOR KEY PLAN - Shear Wall Pony Walls.dwg](#)  
[Sketch - EXA101 - 1ST FLOOR KEY PLAN - Shear Wall Pony Walls.dwg](#)

---

See below. Dolores' visit to store with Alan. Conversation about HVAC and Seismic work  
June 22, 2017

Jimmy Shomof  
**shomof | group**  
724 S. Spring St. 8th Floor  
Los Angeles, CA 90014  
Office: [213-370-1007](#)  
Cell: [310-780-7435](#)

----- Forwarded message -----

**From:** Jonathan Shomof <[jon@shomofgroup.com](mailto:jon@shomofgroup.com)>  
**Date:** Tue, Jul 11, 2017 at 12:03 PM  
**Subject:** Re: LA Boyle Visit  
**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>, Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)>, Jelic, Milan <[Milan.Jelic@searshc.com](mailto:Milan.Jelic@searshc.com)>, Vrej Baghoomian <[vj@alliancemechanicalgroup.com](mailto:vj@alliancemechanicalgroup.com)>

Dolores,

Please see attached CAD

Thanks

Jonathan Shomof

**shomof**  
**group**  
[shomofgroup.com](http://shomofgroup.com)  
501 S. Spring St. -Second Floor-  
Los Angeles, CA 90013  
Office: [213-221-7874](#)  
Cell: [310-780-7434](#)

On Tue, Jul 11, 2017 at 9:31 AM, Jonathan Shomof <[jon@shomofgroup.com](mailto:jon@shomofgroup.com)> wrote:  
Good morning Dolores,

Will have this to you today, sorry for the delay

Thanks

Jonathan Shomof

**shomof**  
**group**  
**[shomofgroup.com](http://shomofgroup.com)**  
501 S. Spring St. -Second Floor-  
Los Angeles, CA 90013  
Office: 213.221.7874  
Cell: 310.780.7434

On Tue, Jul 11, 2017 at 7:08 AM, Guarnaccia, Dolores  
<[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

I need the CAD file please and thank you

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)[847.286.7538](tel:847.286.7538) (M)[224.558.4003](tel:224.558.4003) (F)[847.286.2805](tel:847.286.2805)

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**From:** Jimmy Shomof [mailto:[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)]  
**Sent:** Monday, July 03, 2017 5:02 PM  
**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)>; Wolski, Martin <[Martin.Wolski@searshc.com](mailto:Martin.Wolski@searshc.com)>; Jelic, Milan <[Milan.Jelic@searshc.com](mailto:Milan.Jelic@searshc.com)>; Jonathan Shomof <[jon@shomofgroup.com](mailto:jon@shomofgroup.com)>; Vrej Baghoomian <[vj@alliancemechanicalgroup.com](mailto:vj@alliancemechanicalgroup.com)>

**Subject:** Re: LA Boyle Visit

Hi Dolores, Martin, and Milan,

Hope all is well.

Per your request, attached are the plans showing the walls built 6ft away from where the structural elements will be placed.

Let me know if there is anything else you'll need. Also, Will one of us be recapping our onsite meeting last week?

Hope you have a great 4th! :)

Thanks,

Jimmy Shomof

**shomof | group**

206 W. 6th St. Suite 100

Los Angeles, CA 90014

Office: [213-221-7874](tel:213-221-7874)

Cell: [310-780-7435](tel:310-780-7435)

On Thu, Jun 22, 2017 at 11:10 AM, Guarnaccia, Dolores  
<[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

I want to walk the space and talk about the HVAC and Seismic work, plus we have some questions on the floor plan with elevators and space. I think this should only take an hour or two.

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)[847.286.7538](tel:847.286.7538) (M)[224.558.4003](tel:224.558.4003) (F)[847.286.2805](tel:847.286.2805)

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**From:** Jimmy Shomof [mailto:[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)]

**Sent:** Wednesday, June 21, 2017 12:26 PM

**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>

**Cc:** Vrej Baghoomian <[vj@alliancemechanicalgroup.com](mailto:vj@alliancemechanicalgroup.com)>; Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)>; Wolski, Martin <[Martin.Wolski@searshc.com](mailto:Martin.Wolski@searshc.com)>; Jelic, Milan <[Milan.Jelic@searshc.com](mailto:Milan.Jelic@searshc.com)>

**Subject: Re: LA Boyle Visit**

Dolores,

Is there a schedule for this meeting?

Looking forward to meeting with everyone as well.

Jimmy Shomof

**shomof | group**

206 W. 6th St. Suite 100

Los Angeles, CA 90014

Office: [213-221-7874](#)

Cell: [310-780-7435](#)

On Wed, Jun 21, 2017 at 10:21 AM, Guarnaccia, Dolores  
<[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

Yes, Martin and I will be there this coming Monday June 26<sup>th</sup> at 1:30 pm. Can wait  
to meet with everyone.

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

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**From:** Vrej Baghoomian [mailto:[yi@alliancemechanicalgroup.com](mailto:yi@alliancemechanicalgroup.com)]  
**Sent:** Wednesday, June 21, 2017 10:58 AM  
**To:** Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)>  
**Cc:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>; Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>; Wolski, Martin <[Martin.Wolski@searshc.com](mailto:Martin.Wolski@searshc.com)>; Jelic, Milan <[Milan.Jelic@searshc.com](mailto:Milan.Jelic@searshc.com)>

**Subject:** Re: LA Boyle Visit

So June 26th at 1:30 pm at Sears ?? Correct

Sent from my iPhone

On Jun 20, 2017, at 10:32 AM, Leo Pustilnikov <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)> wrote:

Confirmed? It's next week and I want to make sure Vj is there..

Sent from my iPhone

On Jun 16, 2017, at 11:50 AM, Guarnaccia, Dolores  
<[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

Once Martin and I get our flights arranged I'll send over, I'll also send you the drawing from store planner where they have a tone of questions

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

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**From:** Jimmy Shomof [<mailto:jimmy@shomofgroup.com>]  
**Sent:** Friday, June 16, 2017 1:49 PM  
**To:** Leo Pustilnikov <[leo@slbinvestments.com](mailto:leo@slbinvestments.com)>;  
Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Wolski, Martin <[Martin.Wolski@searshc.com](mailto:Martin.Wolski@searshc.com)>; Jelic, Milan <[Milan.Jelic@searshc.com](mailto:Milan.Jelic@searshc.com)>  
**Subject:** Re: LA Boyle Visit

I'm available.

Leo, how's does this work for you?

Will you be making a schedule of different times to discuss?

Thanks,

Sent from my iPhone

On Jun 16, 2017, at 11:37 AM, Guarnaccia, Dolores  
<[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

Somethings got shifted around....we are  
looking at June 26<sup>th</sup> to visit the store....are you  
both available on that Monday around 1:30ish  
pm!

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road –  
Hoffman Estates, IL 60179

(P)[847.286.7538](tel:8472867538) (M)[224.558.4003](tel:2245584003)  
(F)[847.286.2805](tel:8472862805)

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# **EXHIBIT 15**

**From:** [Jimmy Shomof](#)  
**To:** [Jonathan Shomof](#); [Kupetz, David S.](#); [Wu, Claire K.](#)  
**Cc:** [Izek Shomof](#); [Diony Rebuta](#); [Ericson Alviz](#)  
**Subject:** Fwd: 1008 Historical Pic - Window Openings on Olympia  
**Date:** Monday, June 24, 2019 5:12:38 PM

---

See below

Conversation between Leo and Dolores talking about needing to finalize negotiations on seismic work and Sears potentially having a final cost for us to get it done. Emails are September 25th

Jimmy Shomof  
**shomof | group**  
724 S. Spring St. 8th Floor  
Los Angeles, CA 90014  
Office: [213-378-1007](#)  
Cell: [310-780-7435](#)

----- Forwarded message -----

**From:** [Guarnaccia, Dolores](#) <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Date:** Tue, Sep 26, 2017 at 9:16 AM  
**Subject:** RE: 1008 Historical Pic - Window Openings on Olympia  
**To:** [Leo Pustilnikov](#) <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)>  
**Cc:** [Jimmy Shomof](#) <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>

Okay, let check Alan's schedule and I'll get back to you

---

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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**From:** [Leo Pustilnikov](#) [mailto:[leo@slhinvestments.com](mailto:leo@slhinvestments.com)]  
**Sent:** Tuesday, September 26, 2017 2:20 AM

**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>  
**Subject:** Re: 1008 Historical Pic - Window Openings on Olympia

I can do November 2 or any time after November 9

Sent from my iPhone

On Sep 25, 2017, at 11:01 AM, Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

Thank you, I might even have a final fixture plan and cost for you.....Alan and I are traveling on the following dates:

October 3<sup>rd</sup>

October 19<sup>th</sup>

October 25<sup>th</sup>

If you can give me a few other dates, I'll check Alan's schedule.

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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**From:** Leo Pustilnikov [<mailto:leo@slhinvestments.com>]

**Sent:** Monday, September 25, 2017 12:46 PM  
**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>  
**Subject:** Re: 1008 Historical Pic - Window Openings on Olympia

For you I can come out anytime to finalize all our outstanding items :)

Sent from my iPhone

On Sep 25, 2017, at 10:33 AM, Guarnaccia, Dolores  
<[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

Are you heading this way any time soon?

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

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**From:** Leo Pustilnikov [<mailto:mailto:leo@slhinvestments.com>]  
**Sent:** Monday, September 25, 2017 11:03 AM  
**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>  
**Subject:** Re: 1008 Historical Pic - Window Openings on Olympia

it's doable... which by the way, we never finalized all the outstanding items that we've been discussing for the last year... when can we settle them?

thanks,

leo

On Mon, Sep 25, 2017 at 9:01 AM, Guarnaccia, Dolores  
<[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

The retail level that Sears is retaining

**Dolores M Guarnaccia**

Director, Construction - Real Estate

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**From:** Leo Pustilnikov [mailto:[leo@slhinvestments.com](mailto:leo@slhinvestments.com)]  
**Sent:** Monday, September 25, 2017 10:36 AM  
**To:** Guarnaccia, Dolores <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** Jimmy Shomof <[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>  
**Subject:** Re: 1008 Historical Pic - Window Openings on Olympia

which windows? I think we planned on opening all of them...

On Mon, Sep 25, 2017 at 8:33 AM, Guarnaccia, Dolores  
<[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)> wrote:

Leo, what historical requirements is the City putting on Boyle?  
We would like to open some windows. Wondering if it's to the  
below picture or something else?

<image001.jpg>

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL  
60179

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# **EXHIBIT 16**

**From:** [Jimmy Shomof](#)  
**To:** [Jonathan Shomof](#); [Kuoetz, David S.](#); [Wu, Claire K.](#)  
**Cc:** [Izek Shomof](#); [Diony Rebata](#); [Ericson Alvz](#)  
**Subject:** Fwd: FW: 1008 Sears Boyle Heights, CA - Air Conditioning  
**Date:** Monday, June 24, 2019 5:19:12 PM

---

Jimmy Shomof  
**shomof | group**  
724 S. Spring St. 8th Floor  
Los Angeles, CA 90014  
Office: [213-378-1007](#)  
Cell: [310-780-7435](#)

----- Forwarded message -----

**From:** [Guarnaccia, Dolores](#) <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Date:** Mon, Mar 5, 2018 at 8:31 AM  
**Subject:** FW: 1008 Sears Boyle Heights, CA - Air Conditioning  
**To:** [Leo Pustilnikov](#) <[leo@slhinvestments.com](mailto:leo@slhinvestments.com)>, Jimmy Shomof  
<[jimmy@shomofgroup.com](mailto:jimmy@shomofgroup.com)>

Did you receive your Seismic permit? if so can you share a detailed schedule? Thank you

**Dolores M Guarnaccia**

Director, Construction - Real Estate

Office: BC-170B -3333 Beverly Road – Hoffman Estates, IL 60179

(P)847.286.7538 (M)224.558.4003 (F)847.286.2805

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**From:** Guy, Damon  
**Sent:** Friday, March 02, 2018 7:03 PM  
**To:** [Guarnaccia, Dolores](#) <[Dolores.Guarnaccia@searshc.com](mailto:Dolores.Guarnaccia@searshc.com)>  
**Cc:** [Higley, Howard](#) <[Howard.Higley@searshc.com](mailto:Howard.Higley@searshc.com)>; Guy, Damon  
<[Damon.Guy@searshc.com](mailto:Damon.Guy@searshc.com)>  
**Subject:** 1008 Sears Boyle Heights, CA - Air Conditioning

Dolores,

As I make plans in air conditioner preparation for the season. I would like to know if the Landlord has plans to connect the RTUs that they have installed on the roof of the old parts & repair center. Can you please provide me with an estimated date when these new RTUs will be tied into the store?

Thank you,

*Damon Guy*

District Facilities Manager

Cell #: (714) 944-3002

[damon.guy@searshc.com](mailto:damon.guy@searshc.com)

Vendor Numbers for After Hour Calls

Commercial Solutions (Doors & Glass)	(866) 698-6253;
Forklift Repairs: Crown Lifts	(800) 983-8314
Consolidated Fire	(866) 556-4501
ADT	(800) 428-7124
Protection One	(855) 471-7327
Oakleaf Compactor/Baller	(868) 625-5323
Sears Systems Help Desk	(800) 998-1500
Schindler	(800) 225-3123
Risk Management	(800) 727-0121;
KBS Escalation Desk	(888) 553-2663
Diversified Escalation Hotline	(866) 337-7724
Phoenix Energy	(877) 579-4917 option "2"

QMT Work Orders: <https://smart.searshc.com/apps/support/action/action.asp?header=FACILITIES>

Phoenix Website: <https://edx.phoenixct.com/shc/Main.aspx?lid=1169&tab=AHU>

SHC Connect: <https://connectme.searshc.com/>

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# **EXHIBIT 17**

## East River Group LLC

206 W 6th Street, Suite #100  
Los Angeles, CA 90014

## Invoice

Date	Invoice #
1/23/2019	01-001PR

**Bill To**

SEARS Holdings  
Accounting Service Center  
2301 West Plano Parkway Ste # 201  
Plano, Texas 75075

Quantity	Description	Rate	Amount
	Sears Property Reimbursement: Server Room: Equipment \$ 205,266.18 * IT Room Construction 69,850.00 HVAC 2,600.00 Sears Façade-Glass 12,000.00 Consultants: Historic (Chattel, Inc.) \$ 22,171.00 Charles Tan 10,762.62	\$ 275,116.18 2,600.00 12,000.00 32,933.62	\$ 322,649.80
* NOTE: Assuming Sears did not pay the equipment.			
PLEASE MAKE CHECK PAYABLE AND SEND TO: East River Group LLC 206 W 6th Street, Suite #100 Los Angeles, CA 90014			
		Total	\$ 322,649.80

\* NOTE: Assuming Sears did not pay the equipment.

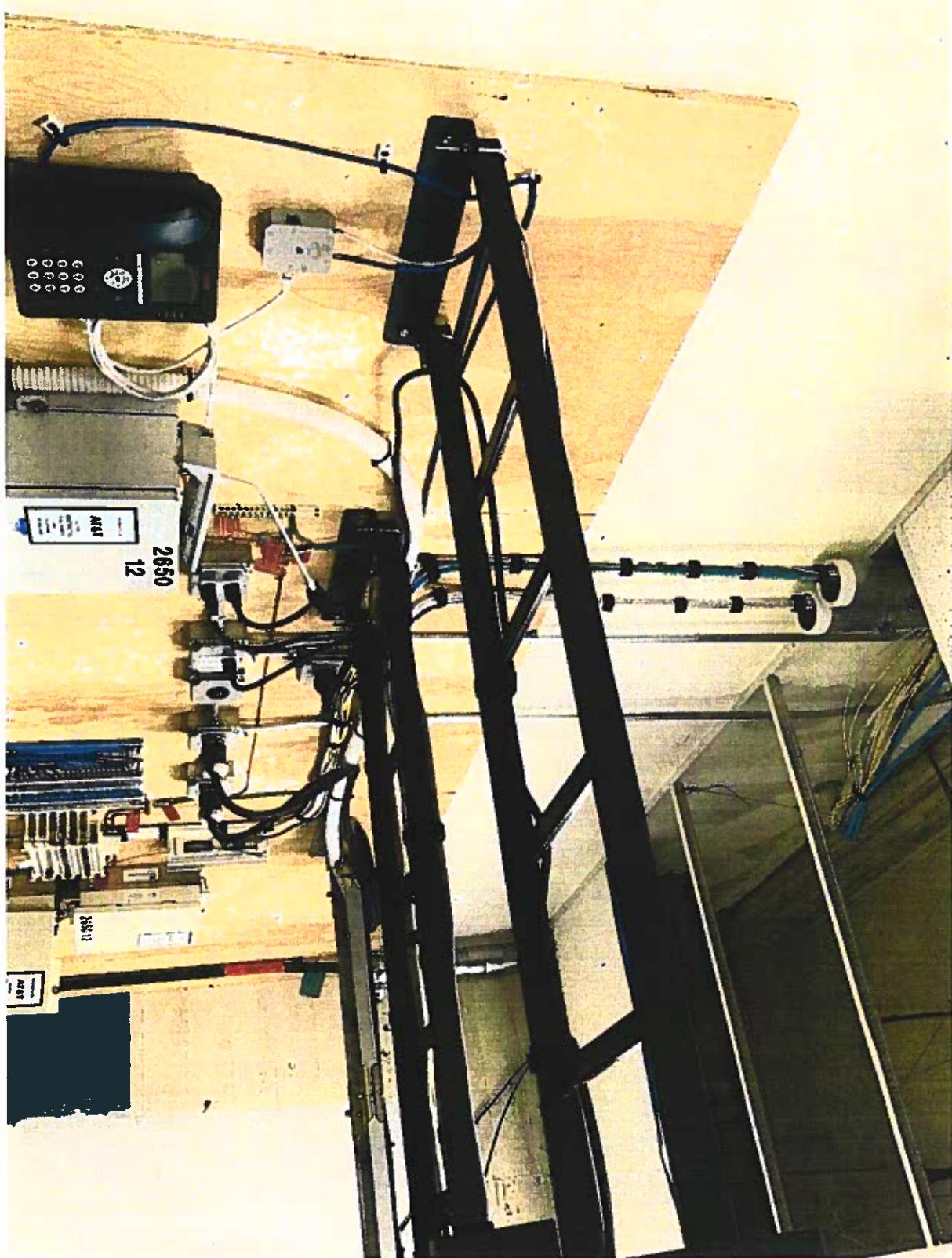
**PLEASE MAKE CHECK PAYABLE AND SEND TO:**

East River Group LLC  
206 W 6th Street, Suite #100  
Los Angeles, CA 90014

# **EXHIBIT 18**

**SERVER ROOM**

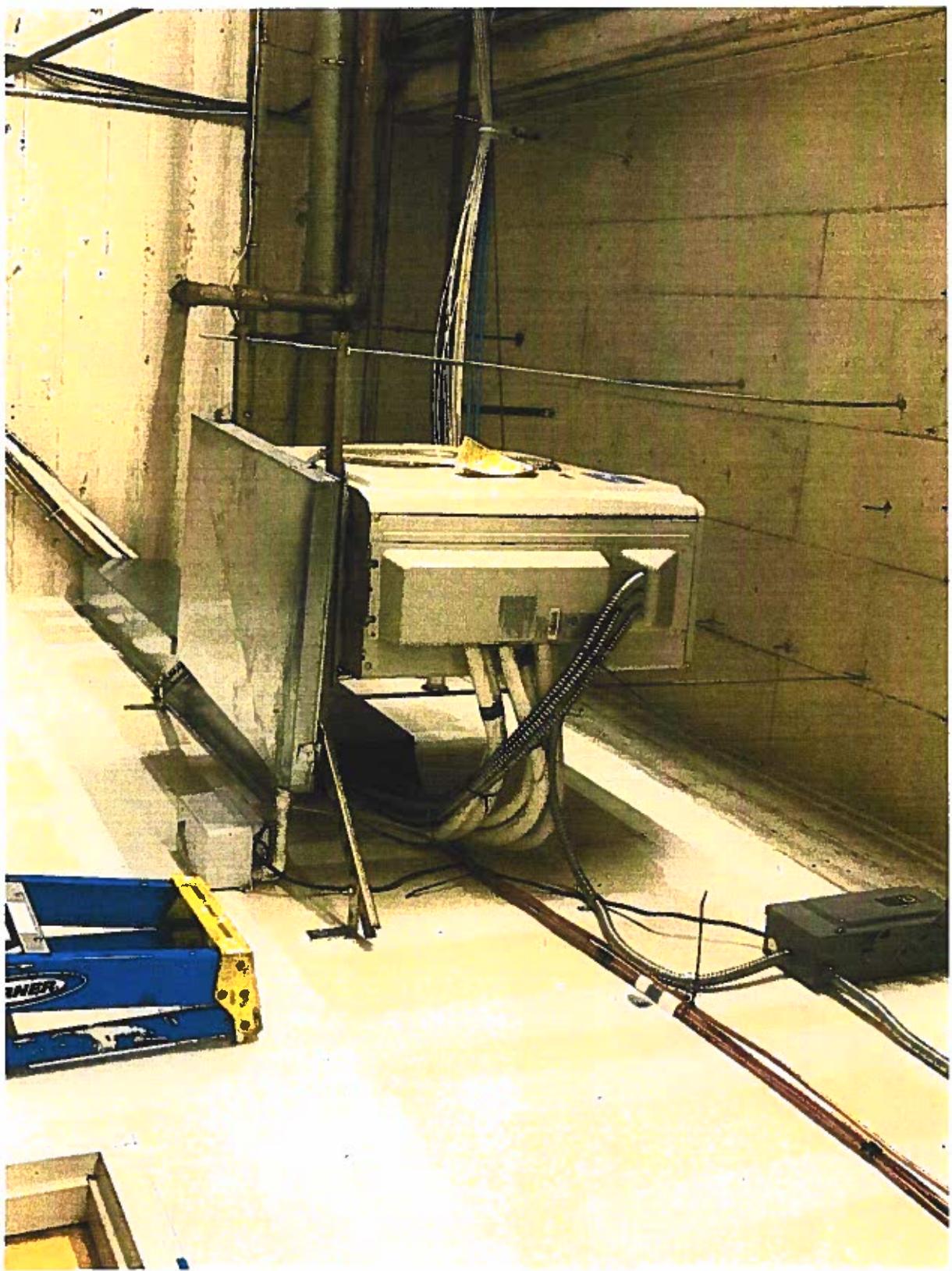




SERVER ROOM

**SERVER ROOM**





SERVER ROOM

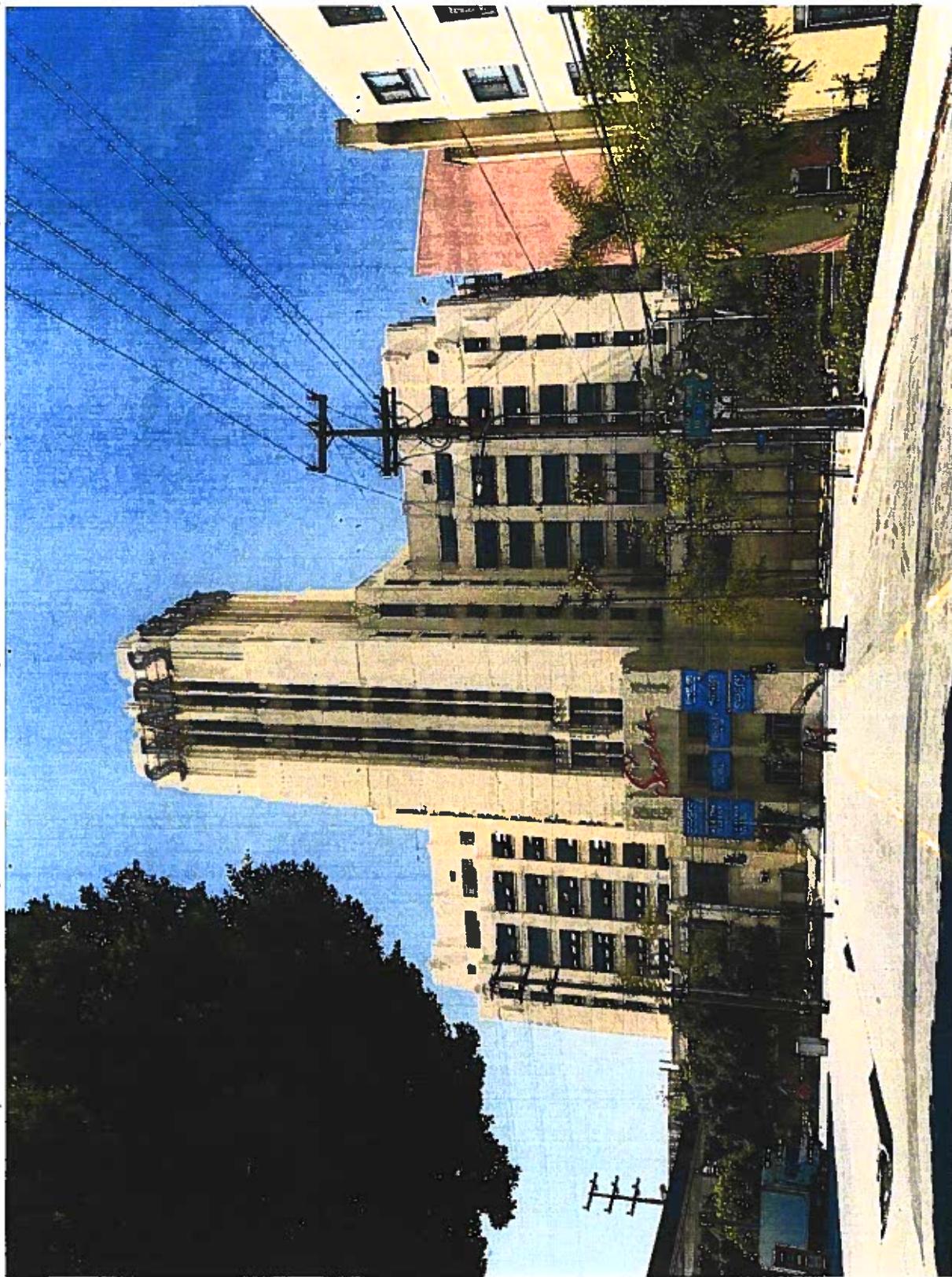


SERVER ROOM

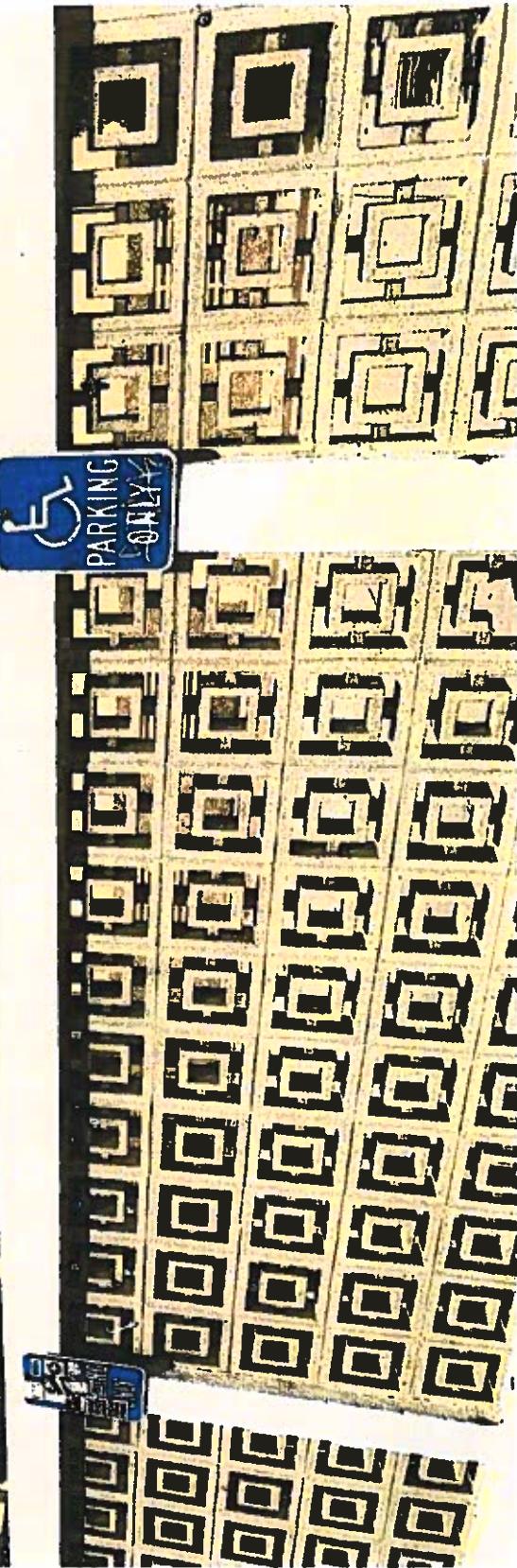
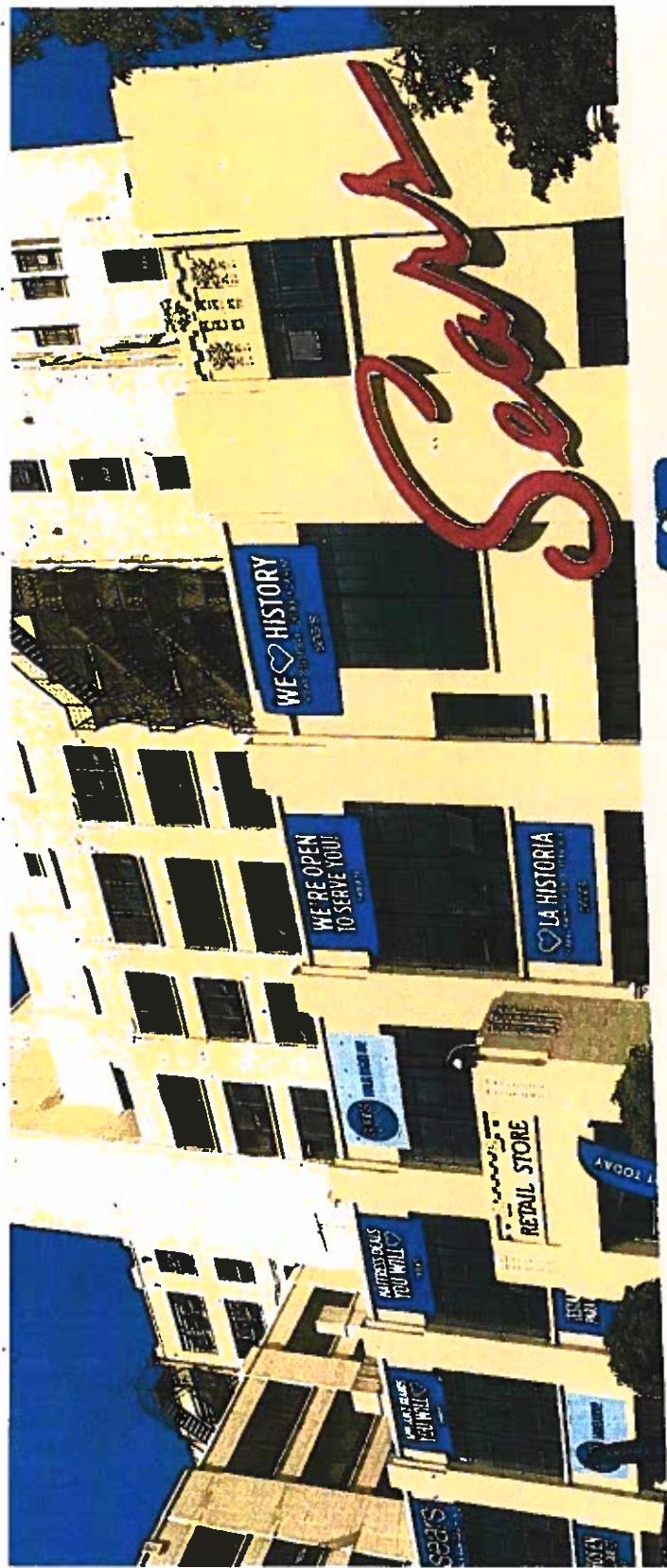


# **EXHIBIT 19**

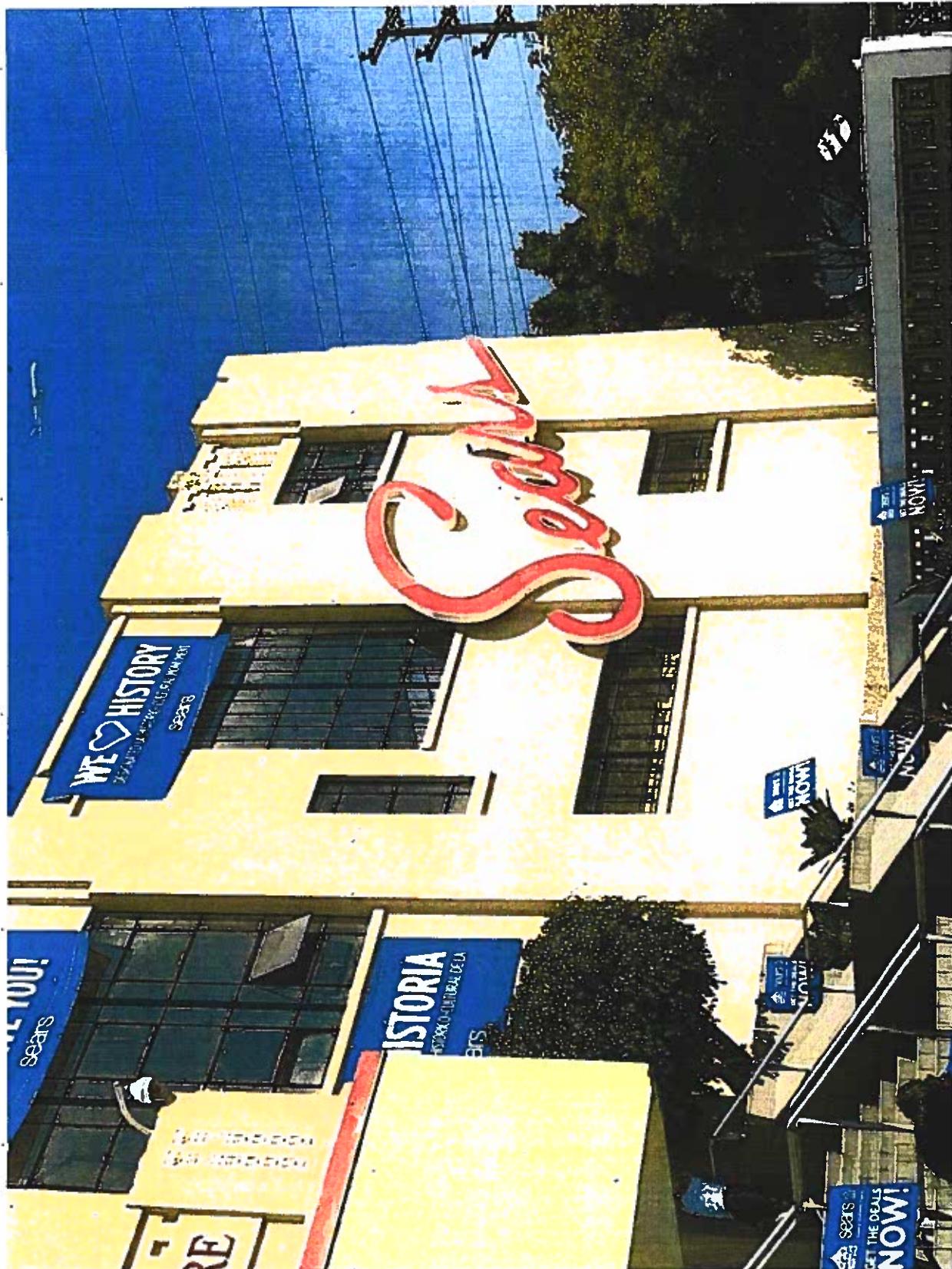
FACADE AND SIGNAGE



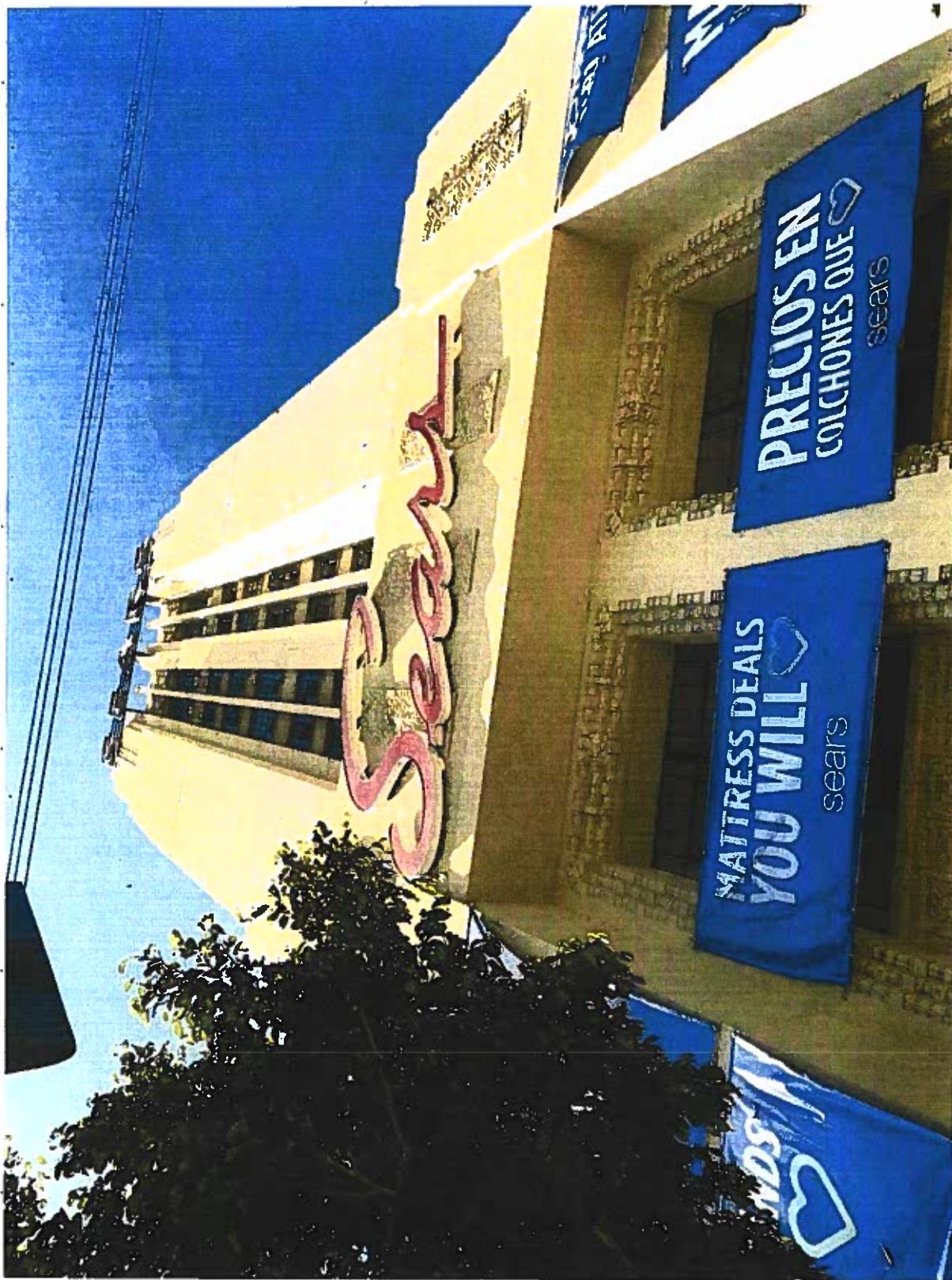
FACADE AND SIGNAGE



FACADE AND SIGNAGE



FACADE AND SIGNAGE



FACADE AND SIGNAGE

